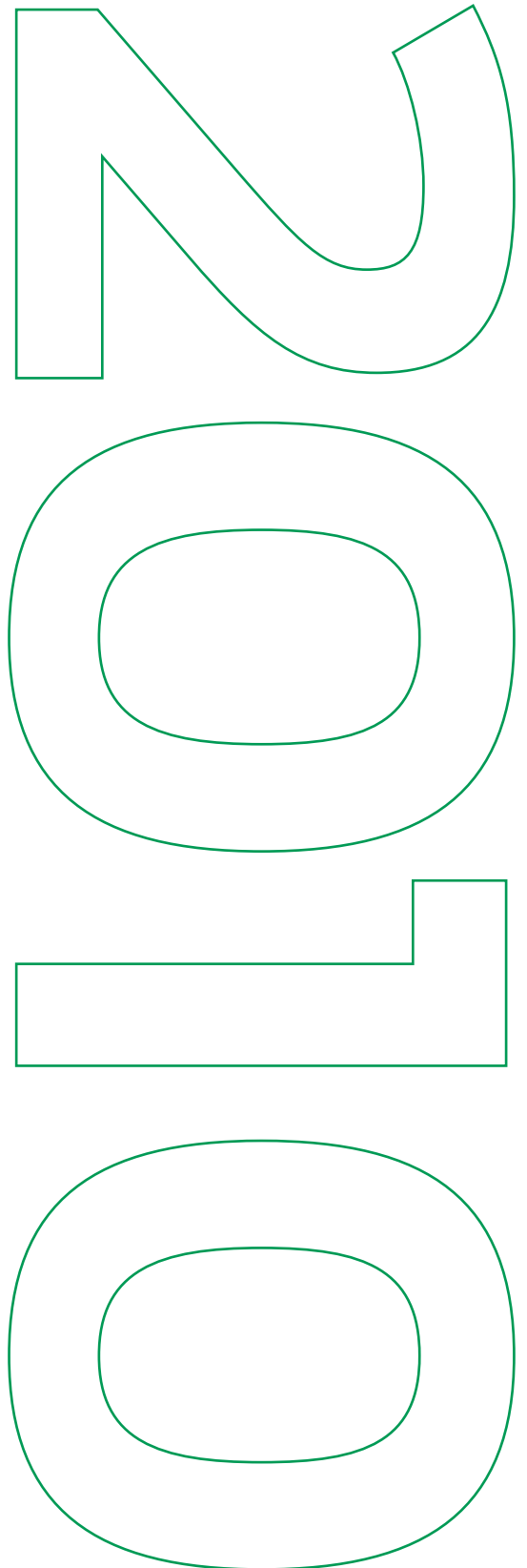

FCE Bank plc
ANNUAL REPORT
AND ACCOUNTS
for the year ended 31 December 2010



Definitions

Definitions

For the purpose of this report (with exception of the 'Independent Auditors Report') the term

- i. **'2010 Annual Report and Accounts'** means FCE's consolidated annual financial statements as at and for the year ended 31 December 2010.
- ii. **'Interim Report'** means FCE's consolidated interim report and financial statements as at and for the half year ended 30 June 2010.
- iii. **'Company'** means FCE Bank plc including all its European branches, but excluding its subsidiaries and SPE's.
- iv. **'Group'** or **'FCE'** means the Company and its subsidiaries and SPE's.
- v. **'FCI'** means Ford Credit International, Inc., a company incorporated under the laws of Delaware USA, a subsidiary of Ford Credit and the Company's immediate shareholder.
- vi. **'FMCC'** or **'Ford Credit'** means Ford Motor Credit Company LLC, a limited liability company incorporated under the laws of Delaware USA and an indirect wholly owned subsidiary of Ford.
- vii. **'Ford'** means Ford Motor Company, a company incorporated under the laws of Delaware USA and the Company's ultimate parent company. In some cases, this term may mean Ford Motor Company and all or some of its affiliates.
- viii. **'Forso'** or **'the Forso JV'** means a joint venture finance company established with Sofinco, a consumer credit subsidiary of Credit Agricole S.A. in June 2008 which provides customer and dealer automotive financing in the Nordic markets.
- ix. **'Risk Based Equity'** or **'RBE'** –is a process which allocates equity based on an assessment of the inherent risk in each location. Borrowing costs are adjusted versus that reported under IFRS, to reflect the cost impact of changes in the level of debt that would be required to match the revised equity requirements. RBE enables the risk/return of individual locations to be evaluated from a total perspective.
- x. **'SPE'** means a bankruptcy-remote special purpose entity whose operations are limited to the acquisition and financing of specific assets (which may include the issue of asset backed securities and making payments on the securities) and in which FCE usually has no legal ownership or management control.
- xi. **'FSA'** is the UK Financial Services Authority - an independent non-governmental body, given statutory powers by the Financial Services and Markets Act 2000. The FSA is FCE's regulator in the UK.

For a comprehensive list of definitions refer to the 'Glossary of defined terms' which commences on page 128.

2010 Director's report

Business review of 2010

Highlights 4

Chairman's statement 5

Performance summary..... 6

Profitability 7

Balance sheet 8

Key financial ratios..... 9

Future prospects..... 11

Description of the business 12

Strategy 14

Regulation 15

Capital and funding 16

Funding sources 17

Liquidity..... 18

Credit ratings 19

Risk 20

People 23

Other Business Review Information 25

Governance

Board of Directors 26

Key governance principles 28

Audit Committee report..... 33

Financial statements

Directors' responsibilities for financial statements 35

Independent auditors' report to FCE Bank plc 36

Statement of comprehensive income 38

Balance sheets 39

Cash flow statements 40

Statements of changes in equity..... 41

Index to the notes to the financial statements..... 42

Notes to the financial statements..... 43

Other information

Key financial ratios and terms..... 125

Website addresses 126

European operating locations..... 127

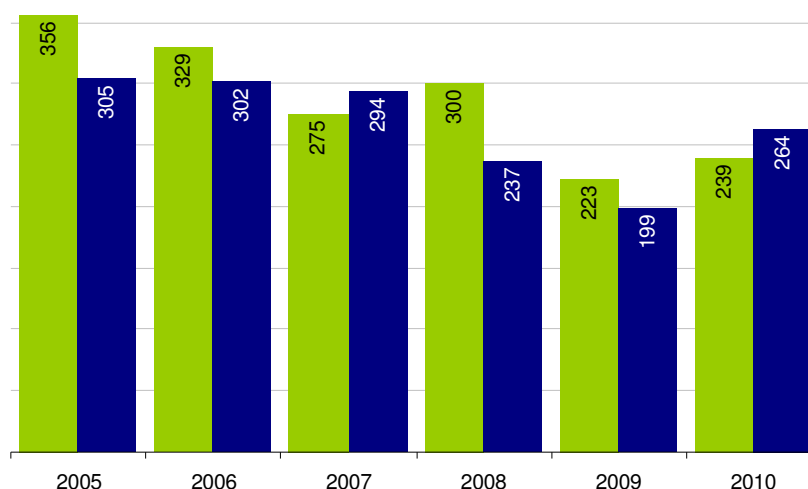
Glossary of defined terms..... 128

Highlights

Profit before tax £ Millions

- Profit before tax (PBT)
- Adjusted PBT*

* Adjusted profit before tax as calculated on page 7.

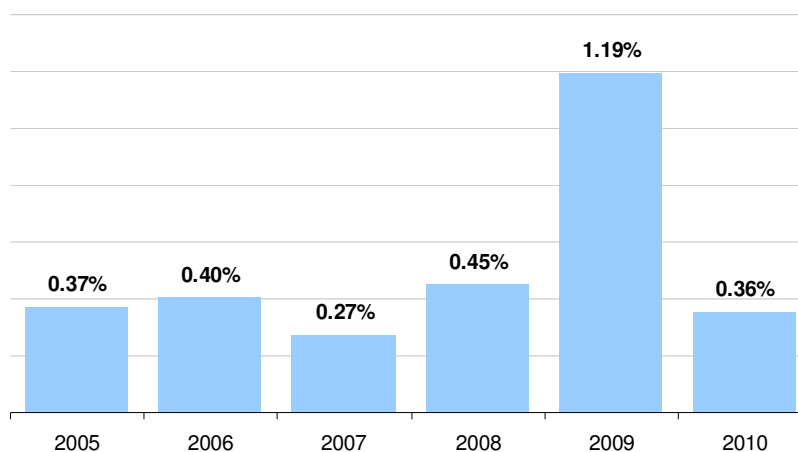


Improved underlying profitability, supported by favourable loss performance

Credit loss ratio

- Net losses as % of average net loans and advances*

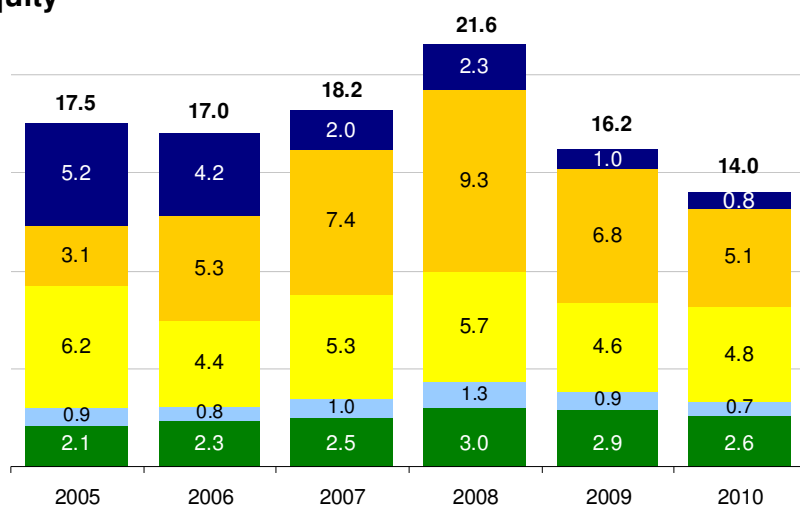
* Includes exceptional items (refer to Note 9: 'Profit before tax')



Credit losses have decreased in 2010 and are within historical norms

Liabilities and shareholders' equity £ Billions

- Intercompany debt
- Secured external debt
- Unsecured external debt
- Other liabilities
- Equity



FCE remains sufficiently capitalised and has limited intercompany funding

Chairman's statement

In 2010, the FCE team continued to demonstrate the ability to produce positive operating results in a challenging economic environment. FCE delivered pre-tax profits of £239 million in 2010. FCE's adjusted profits before taxes, excluding exceptional items and adjustments for financial instrument fair value and foreign exchange, were £264 million, representing a £65 million improvement from 2009.

While proud of our achievements in 2010, the FCE team understands that there is no room for complacency and that we must remain committed to our robust risk management policies and operational controls to continue to operate successfully in today's turbulent business conditions .

FCE's ongoing commitment to effective risk management contributed greatly to the year-over-year reduction in credit losses that was experienced in 2010. Despite continued high European unemployment, credit losses as a percentage of average finance receivables returned to within the Company's historical norms in 2010. In addition, FCE's results benefited from vehicle residual value gains and lower credit reserves. These contributors to profitability were offset partially by reduced earnings resulting from lower average finance receivables and increased costs associated with FCE's higher level of liquidity.

Looking forward, a major focus will be placed on offsetting the contraction of FCE's balance sheet following the company's strategic exit from the non-Ford brands. As the dedicated finance provider of Ford Motor Company, one of Europe's leading automotive brands, FCE sees the opportunity for future growth in its financing share of Ford sales.

To facilitate growth, FCE continues to invest in improving its customers' financing experience by providing new services. These include an enhanced customer-facing online presence in the larger markets that complements FCE's investment in new technologies for Ford dealers.

Improving customer contact experience and providing new ways for customers to interact with FCE supports the company's ongoing commitment to the fair treatment of its customers. Customer and Dealer satisfaction, as measured by FCE's proprietary surveys, reached record levels in 2010.

In addition, FCE aligned its marketing and sales activities in January 2011, under the newly created position of executive director, Marketing, Sales and Brand. This position is responsible for FCE's pan-European marketing and sales as well as managing FCE's relationship with Ford of Europe's marketing and sales operations. The addition of this position will enhance FCE's partnership with Ford of Europe, generating future growth for both FCE and Ford.

FCE continues to maintain a strong balance sheet with Tier 1 Capital of £2.5 billion, representing 21% of Risk Weighted Exposures. During the first half of 2010, FCE paid a dividend of £390 million to its parent company. This action was consistent with FCE's plan to align its capital with the reduced scale of its business. Additionally, FCE's balance sheet has remained inherently liquid, and the company has noted an increased appetite for its paper among lenders and investors.

During 2010, FCE's funding activities benefited from the improved credit profile of Ford Motor Company. Since January 2010, FCE's credit ratings have been upgraded multiple notches by Fitch, Moody's and Standard & Poor's (see page 19 of this report), and all three agencies presently assess FCE as having a positive outlook. FCE raised £1.7 billion of new external funding during 2010, including two public unsecured debt issuances totalling £0.7 billion and a public term securitisation transaction. Over the course of the year, funding received from the European Central Bank has been virtually eliminated.

I am confident that FCE will succeed in meeting the challenges that will arise in 2011. We are staffed with experienced, dedicated and hard working employees who have a strong track record of delivering positive operating results in difficult times. FCE's unique pan-European footprint and relationship with Ford offer the opportunity to help Ford profitably increase its vehicle sales while increasing FCE's financing share of those sales, thus reinforcing FCE's value as a strategic asset to Ford.

Todd Murphy
Chairman, FCE Bank plc.
24 March 2011

Performance summary

Business environment

Despite the continuing challenges of the credit crisis and sovereign debt concerns in Europe, FCE has successfully funded its business and continued to support the sale of Ford vehicles. Funding pressures eased in 2010 as the credit markets slowly recovered, and FCE and its parent's credit rating improved.

Through applying consistent risk management practices FCE has significantly improved its credit loss performance, despite the difficult economic conditions in many markets.

Following the transition of Jaguar, Land Rover, Mazda and Volvo financing business to other providers FCE has focused on financing Ford vehicles, with the aim of growing its share of that business. FCE is also taking steps to maintain a competitive cost structure and during 2010, FCE implemented a number of restructuring actions to re-size its European operations to match the changing scale of the business.

Sales

Sales Results	2010	2009
Automotive sales in western Europe (vehicles mils.)	15.3	15.8
Ford share of Western Europe car market	8.4%	9.1%
FCE new contracts as a percentage of Ford sales	26.4%	27.3%
FCE sales of new and used retail/lease contracts (000's)	406	493

The reduction in the total Western Europe industry sales reflects the phased ending of the various government scrappage schemes that had supported sales in 2009, partially offset by the favourable impact of the slow economic recovery in most European markets.

The reduction in FCE sales of new and used retail and lease contracts primarily reflects the transfer of Volvo, Mazda, Jaguar and Land Rover business to new finance providers, and the lower vehicle Industry and Ford sales across Europe.

Customer satisfaction

Customer satisfaction is monitored through sample market research covering a range of questions. Customer Satisfaction Index (CSI) and Dealer Satisfaction Index (DSI) reflect the percentage of those customers and dealers who are completely or very satisfied with their experience in dealing with FCE. The metrics are used internally to drive appropriate improvements in FCE's service as a key contributor to further improving customer loyalty. The 2010 results show significant improvement, particularly in DSI from 2009, despite the difficult economic climate. The percentage of customers and dealers who report being completely satisfied has also improved significantly to a new record level. FCE continues to focus its efforts on this key area.

Satisfaction Indices	2010	2009
Customer Satisfaction Index (CSI)	85%	84%
Dealer Satisfaction Index (DSI)	89%	79%

Performance summary

Profitability

	Notes	2010 £ mil	2009 £ mil
Profit before tax (PBT)		£ 239	£ 223
Adjustment to exclude exceptional losses	9	18	19
PBT excluding exceptional items		£ 257	£ 242
Adjustment to exclude:			
- Fair value adjustments to financial instruments - (gains)	7	(34)	(36)
- (Gain) / loss on foreign exchange	8	41	(7)
Financial instruments fair value and foreign exchange adjustments		£ 7	£ (43)
Adjusted PBT		£ 264	£ 199

Profit before tax

FCE's total profit before tax (PBT) in 2010 increased by £16 million from the previous year. PBT includes a number of exceptional items (significant items which by virtue of their size or incidence are separately disclosed to aid the interpretation of performance compared to the prior year) and fair value adjustments to financial instruments and foreign exchange adjustments. In particular, the 2009 PBT includes a significant net gain on financial instrument fair value and foreign exchange adjustments of £43 million that was not repeated in 2010.

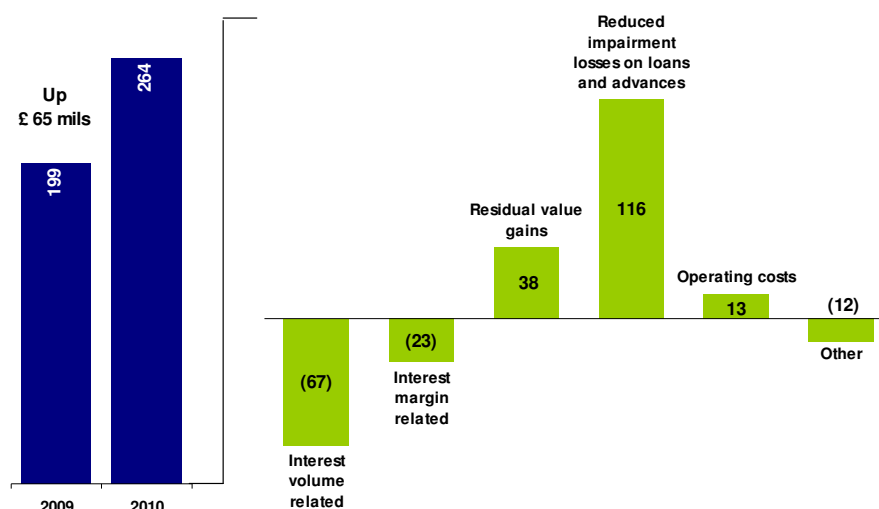
The exceptional items are detailed in Note 9; the 2010 items primarily reflect restructuring actions to adjust FCE's scale and size to reflect its smaller business following the strategic exit from the non-Ford brands and a discrete voluntary pension contribution payment. The 2009 items primarily reflect an exceptional credit loss in the Spanish rental sector and previous restructuring actions.

FCE uses derivatives to manage interest rate and currency risks. As a matter of policy, FCE does not use derivatives for speculative purposes. As the derivative fair value movements do not reflect accruals accounting for the underlying assets and liabilities, this is excluded from the calculation of the adjusted PBT.

Excluding the exceptional items, fair value adjustments, and foreign exchange adjustments, FCE's adjusted PBT increased by £65 million. The following graph shows an analysis of this year-over-year PBT improvement by the main causal factors.

Adjusted PBT £ Millions

- Reducing portfolio and increased liquidity costs impacting interest volume and margin
- Improved residual value performance
- Reduced impairment losses reflecting improvements in economic conditions and mitigating risk actions
- Improved operating costs through implemented process efficiencies



Improved underlying profitability, supported by favourable loss performance

Performance summary

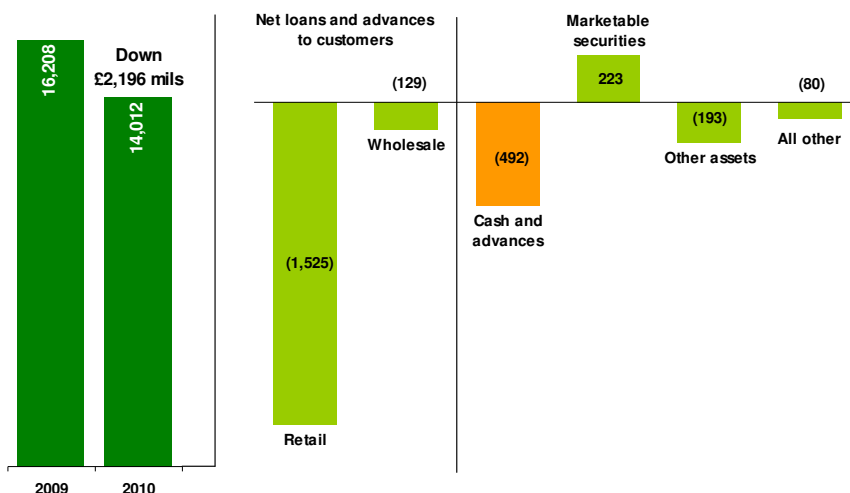
Balance sheet

The following graphs show an analysis of the balance sheet movements between 2009 and 2010.

Assets

£ Millions

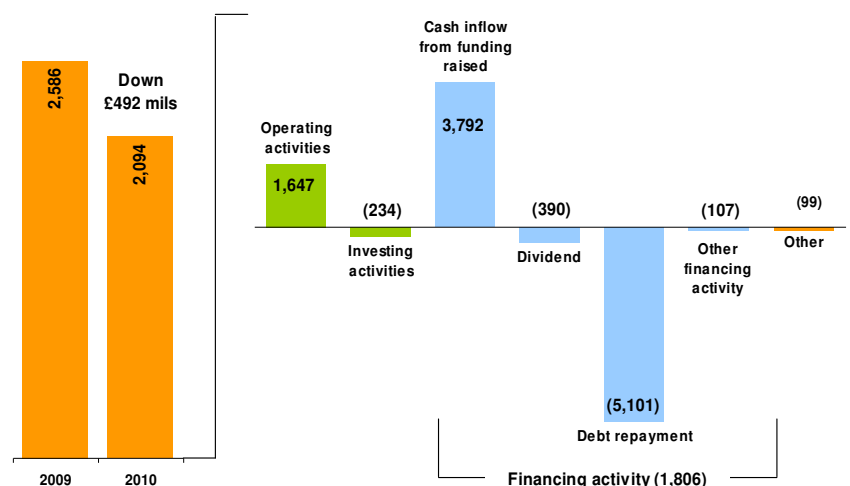
- Reduced Retail Loans and Advances primarily reflect strategic exit from the non-Ford brands
- Increased term investments to support liquidity reserves classified as marketable securities
- Reduced Other Assets through reductions in short term receivables and improved vehicle inventory stock management



Cash and advances

£ Millions

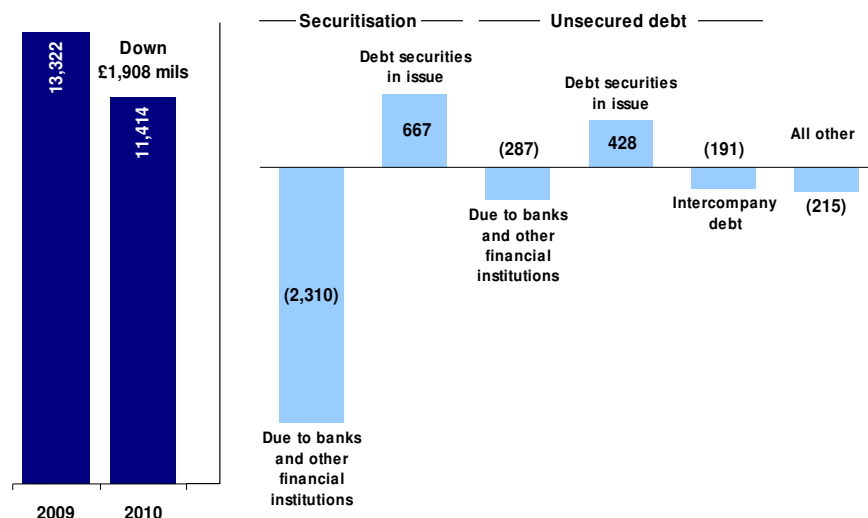
- Positive operating cash flow reflects primarily the liquidating non-Ford brand portfolio
- Debt proceeds include public unsecured and securitisation issuances and the sale of retained notes as detailed on page 17
- Debt repayments include the elimination of ECB funding relating to retained securitisation notes



Liabilities

£ Millions

- Reduced securitisation debt relating to increased levels of liquidity held in the form of available committed securitisation capacity
- Debt Securities in respect of securitisation have increased following the sale of previously retained notes and a public term securitisation transaction
- Debt Securities not in respect of securitisation have increased following two public unsecured debt issuances
- Repayment of intercompany subordinated debt



Performance summary

Key financial ratios

Key financial ratios	2010	2009
Return on equity	5.9%	5.7%
Margin (Net income/Receivables)	4.1%	4.0%
Cost efficiency ratio (Cost/Receivables)	1.7%	1.6%
Cost affordability ratio (Cost/Income)	42.2%	39.1%
Credit loss ratio (Losses/Receivables) excluding exceptional items	0.33%	0.96%
Credit loss ratio (Losses/Receivables) including exceptional items	0.36%	1.19%
Credit loss cover (Provision/Receivables)	0.7%	0.9%
Tier 1 capital / Risk weighted exposures Basel II basis	21.2%	21.9%
Total regulatory capital / Risk weighted exposures Basel II basis	23.6%	24.7%

Unless stated as including, the ratios above exclude exceptional items in order to show underlying or 'normalised' performance. Refer to page 125 for the 'Key Financial Ratio and Terms' definitions and for further details of the calculation of key financial ratios.

FCE's return on equity remained broadly stable at 5.9% with the favourable impact of the higher 2010 profit before tax offset by a higher income tax charge.

Margin continued to be favourably impacted by the low market borrowing rates, which together with improving placement borrowing spreads and higher income from residual value gains, helped offset the cost of holding higher liquidity levels throughout the year.

The increase in the 'cost efficiency ratio' primarily reflects the significant reduction in loans and advances, partially offset by cost efficiency actions. The increased 'cost affordability' ratio reflects the lower income from the reduced receivable base.

The cost of the restructuring actions completed during 2010 and 2009 are not included in the above cost efficiency ratios, being excluded as exceptional items. Restructuring is required to match the changing scale of the business while maintaining a competitive cost structure. Refer to Note 9 'Profit before Tax' for details of exceptional items such as restructuring costs.

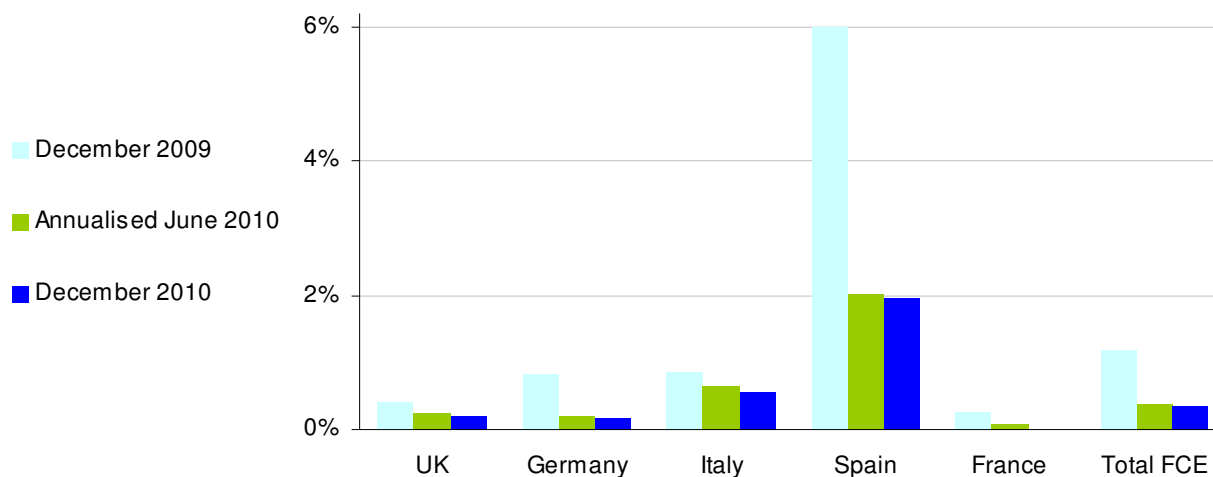
The significant improvement in FCE's 'credit loss ratio' between 2009 and 2010 (excluding exceptional items from both periods) primarily reflects reduced credit losses in all FCE's main markets, with significant improvements in Spain which was the market most adversely affected by the severe economic recession, as shown in the chart on the following page. The improved credit loss performance reflects some improvement in economic conditions, but primarily the quality of FCE's portfolio and the mitigating actions taken during the economic downturn.

The decrease in FCE's credit loss cover is driven by a reduction in FCE's collective impairment allowance to £81 million at December 31, 2010 from £114 million at the same period in 2009, reflecting the improved credit loss performance as well as the reduction in average loans and advances to customers. FCE judges that its impairment allowance is appropriate for the reduced balance sheet size and current economic environment.

Performance summary

Ratios continued

Net credit losses as percentage of average net loans and advances to customers



Significant improvements in credit losses

This chart expresses annualised net credit losses for both wholesale and retail financing as a percentage of average net loans and advances to customers including exceptional losses, and demonstrates the significant improvement in credit losses seen during 2010. Credit loss ratios have improved in all FCE's main markets with particularly marked improvement in Spain.

The continued application and enhancement of risk management tools, and enhanced dealer risk monitoring, has ensured that actual credit losses remain in line with expectations. The mitigating actions implemented in Spain have resulted in a significantly improved credit loss performance.

Performance summary

Future prospects

Vehicle industry volumes in Europe in 2011 are expected to be broadly similar to those seen in 2010, reflecting the end of government scrappage programs, and the planned austerity measures in various markets, offset by the slow economic recovery. FCE's contract volumes are therefore likely to remain constrained in the short term, although FCE has started to grow its share of Ford business.

As previously reported, Volvo, Mazda, Jaguar and Land Rover have transitioned their financial services to alternative providers. As at 31 December 2010 non-Ford branded financing represents approximately 6% of FCE's net loans and advances to customers. The retail and lease portfolio will continue to be serviced by FCE through to liquidation of the respective contracts. FCE's revenue will reduce in proportion to the decline in these loans and advances as they liquidate.

FCE's 2011 funding plan includes unsecured term funding in the range of £0.5 billion to £1.1 billion and a range of £0.3 billion to £0.7 billion in public term securitisation issuance. FCE expects its secured debt to be in the range of 56% to 62% of net loans and advances to customers at 31 December 2011. Thereafter, FCE expects that this ratio will fall over time due to its ability to source term funding from the unsecured markets on increasingly favourable terms.

At year-end 2011 FCE anticipates 'Net loans and advances to customers' to be in the range of £10 billion to £12 billion. FCE will continue to invest in restructuring its operations to match its smaller scale, and in preparing to grow its share of higher Ford brand sales.

In 2011 FCE expects its 'Adjusted PBT' to be lower than experienced in 2010, reflecting the reduced portfolio size, and lower reductions in its impairment allowances. However, favourable trends in credit loss performance and borrowing spreads are expected to continue.

FCE's plan is to gradually align its capital base with the reduced scale of its business while taking account of the funding and liquidity environment. In June 2010 FCE paid a dividend of £390 million. Based on present assumptions, FCE expects to pay a similar dividend in 2011, and thereafter dividends are expected to be smaller.

This future prospects statement is based on current expectations, forecasts and assumptions and involves a number of risks, uncertainties, and other factors that could cause actual results to differ. FCE cannot be certain that any expectations, forecasts and assumptions will prove accurate or that any projections will be realised. The statement is based on the best available data at the time of issuance and will be updated upon publication of FCE's 2011 Q1 Management Statement. Other than this FCE does not undertake to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

Description of the business

What FCE is

FCE is a United Kingdom ('UK') registered bank regulated by the Financial Services Authority (FSA) and is a wholly owned subsidiary of Ford Credit International (FCI). FCI is wholly owned by Ford Motor Credit Company LLC (Ford Credit), which in turn is wholly owned by Ford Motor Company (Ford). FCE is authorised by the FSA to carry on a range of regulated activities within the UK and through a branch network in ten other European countries, and is subject to consolidated supervision by the FSA. The FSA is FCE's home regulator for all its branch operations.

What FCE does

FCE's aim is to be recognised as the leader in providing automotive financial products and services to Ford Motor Company, its dealers and customers, and consistently add shareholder value. Its business is best described in the context of its three main customer groups – retail customers, dealers and Ford's automotive operations.

FCE helps Ford retail customers acquire its vehicles by providing

- finance for retail customers to purchase or lease vehicles;
- access to insurance products to protect customers when driving Ford vehicles;
- fleet/business customers with a wide range of financing options.

This area of business is referred to as 'Retail' within the 2010 Annual Report and Accounts.

FCE helps Ford dealers sell Ford vehicles by providing

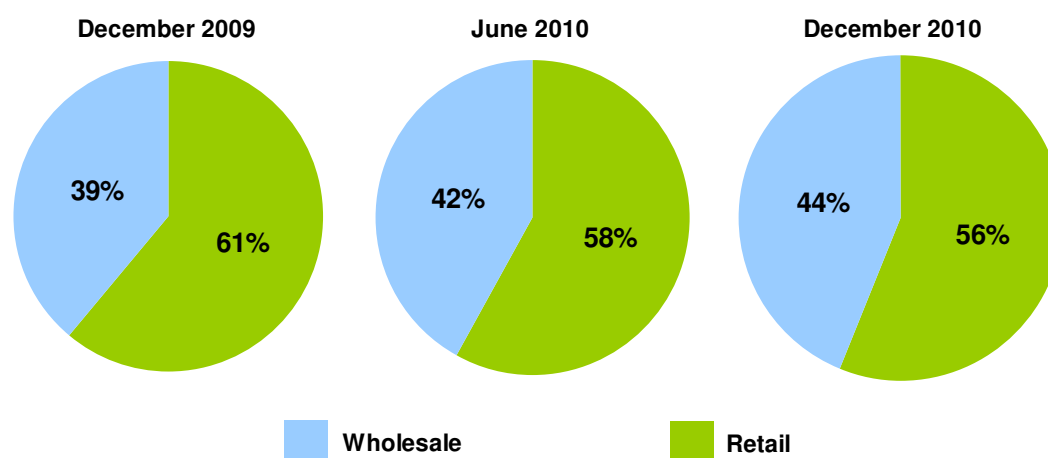
- finance to stock new and used vehicles;
- finance for test drive and courtesy cars;
- finance to enable dealers to operate their business.

This area of the business is referred to as 'Wholesale' within the 2010 Annual Report and Accounts.

FCE helps Ford's automotive operations by providing

- a pan-European, branded finance network dedicated to supporting the sale of Ford products;
- financial risk management support to ensure continuity of the Ford distribution network;
- specialist support for key business and customer segments, and new market expansion.

Analysis of net loans and advances by product segment



Higher proportional mix of wholesale as non-Ford brand retail portfolio continues to liquidate

Description of the business

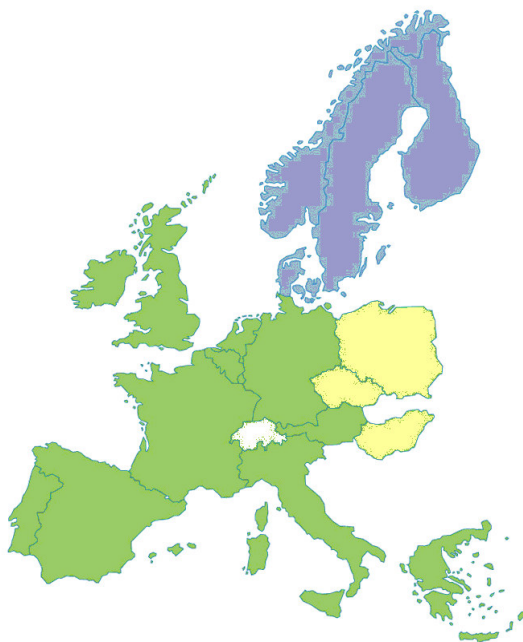
Where FCE operates

FCE operates directly in 15 European countries through a branch and subsidiary network, providing branded financial services for Ford. FCE also continues to service liquidating retail portfolios for Volvo, Mazda, Jaguar and Land Rover.

The Company also has a Worldwide Trade Financing division, (WTF) which provides finance to distributors and importers in nearly 70 countries.

In addition FCE has a 50 percent less one share interest in Forso Nordic AB (Forso) which provides automotive financial services in Denmark, Finland, Sweden and Norway.

For further information in regard to FCE refer to Note 46 'FCE and other related party information' and 'Other Information – European Operating Locations'.

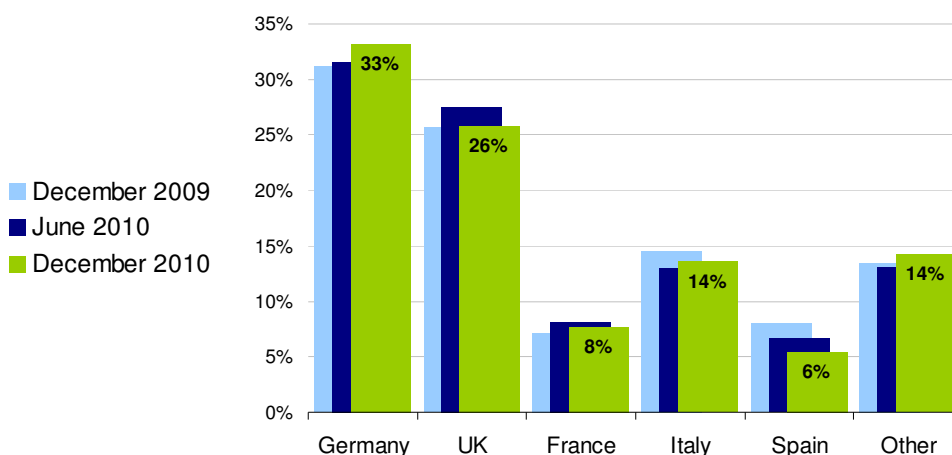


FCE employs around 2,000 staff in 15 European countries to serve over 3,500 dealers.

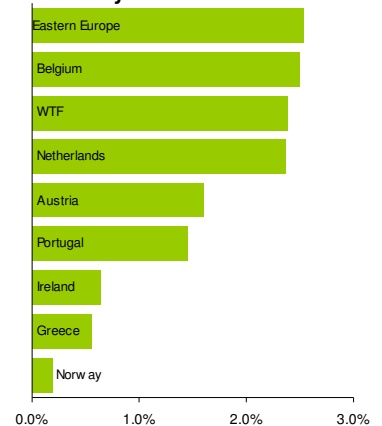
Markets served by:

- FCE Company and branches
- FCE Subsidiaries
- Forso Nordic AB joint venture

Analysis of net loans and advances to customers by market



'Other' by market



The chart highlights the continued importance of the German and UK markets and the reduction in financing undertaken in the Spanish market

Strategy

FCE's principal objectives are to support the sale of Ford vehicles and return value to its shareholder. A controlled increase in FCE's share of Ford's sales will assist in offsetting the continued contraction of FCE's balance sheet as the non-Ford receivables liquidate. These objectives provide the overriding guidance for FCE's actions and decisions, and are implemented with a focus on its three main customer groups.

The retail customer

FCE's business model goes beyond simply providing access to finance for customers to purchase or lease a motor vehicle. FCE strives to enable the customer to replace his or her vehicle as often as they would like, while maintaining affordable monthly payments. The customer benefits from the convenience of arranging finance and insurance in the dealership, and from the superior service provided by an organisation dedicated to treating customers with fairness and respect. FCE remains focused on improving the customer ownership experience developing new services including customer-facing online presence in major locations.

Strategic enablers

Operational effectiveness

FCE has continued to derive efficiencies by simplifying its business processes and through standardising core information technology (IT) platforms. This has enabled it to make significant reductions in the number of unique IT systems in core activities. The Company operates centralised service centres in the majority of locations and shares best practices across Europe and globally to drive continuous improvements. FCE's goal is to develop and implement the optimal operational model to deliver a sustainable and successful business that will deliver FCE's strategy while improving customer service and owner loyalty.

People

A drive for high performing people and teams is a foundation of FCE's strategy. This is detailed within the 'People' section of the '2010 Business Review'.

Funding efficiency

FCE's funding strategy is to maintain sufficient liquidity to meet short-term funding obligations by having a substantial cash balance, committed funding capacity, and access to diverse funding sources that are cost effective. This is detailed within the 'Capital and Funding' section of the '2010 Business Review'.

The dealer

FCE's delivery of a high quality customer service combined with the right finance product for the customer drives greater loyalty to the brand and the dealer. Market research over different countries and sectors consistently shows that FCE customers are significantly more likely to purchase their next vehicle from the same dealer. The dealer also benefits from FCE's support for its business across a range of financing needs, and is reassured in the knowledge that FCE has supported the dealer network consistently for nearly 50 years through the ups and downs of the economic cycle.

Ford automotive operations

The combination of highly satisfied and loyal customers with consistent financial support for the entire dealer network provides Ford with the knowledge that their customers and their distribution networks are in safe hands. As FCE's automotive partner Ford also benefits from a finance company that understands their marketing and sales activities, and is able to support them with the right finance and insurance services throughout the vehicle life cycle.

Strategic partnerships

FCE continues to review its operations to identify alternative business structures and strategic alliances to strengthen its customer value proposition and generate incremental fee-based income.

Governance and control

FCE considers effective corporate governance as a key factor underlying the strategies and operations of the Group. This is detailed within the 'Key Governance Principles' section of the '2010 Business Review'.

Risk management

FCE has extensive risk management experience gathered over several economic cycles. Its focus is on internally leveraging and strengthening Ford Credit's global risk skills. Through these efforts, FCE will continue to optimise profitability as well as generate incremental vehicle sales for Ford's automotive brand. This is detailed within the 'Risk' section of the '2010 Business Review'.

Regulation

As a bank, FCE is regulated by the governmental authorities in the locations where it operates. In the UK, the Company is authorised by the FSA to carry on a range of regulated activities, both within the UK and through a European branch network. FCE currently has active branches in ten other European countries and is subject to consolidated supervision with the FSA being FCE's home regulator for all of its European branch operations. In its role as regulator, the FSA seeks to ensure the safety and soundness of financial institutions with the aim of strengthening, but not guaranteeing, the protection of customers. The FSA's continuing regulation of financial institutions authorised by it is conducted through a variety of regulatory tools, including the collection of information from statistical and prudential returns, reports obtained from skilled persons, visits to firms and regular meetings with management to discuss issues such as performance, funding, risk management and strategy.

The FSA adopts a risk-based approach to supervision. The starting point for supervision of all financial institutions is a systematic analysis of the risk profile for each authorised firm. The FSA has adopted a homogeneous risk, processes and resourcing model in its approach to its supervisory responsibilities (known as the ARROW model) and the results of the risk assessment are used by the FSA to develop a risk mitigation programme for a firm. The FSA also promulgates requirements that banks and other financial institutions are required to meet on matters such as capital adequacy, limits on large exposures to individual entities and groups of closely related entities, liquidity and rules of business conduct. Certain of these requirements derive from European Union directives with examples as described below.

In Europe, the UK regulatory agenda is considerably shaped and influenced by the directives emanating from the EU. A number of EU directives have been or are currently being implemented, for example the Consumer Credit Directive.

In 2010 the UK Chancellor announced plans to replace the Financial Services Authority (FSA) with its current powers divided between the Bank of England and two new specialist financial regulatory bodies, the Financial Conduct Authority (FCA), originally proposed as the Consumer Protection and Markets Authority and the Prudential Regulation Authority (PRA) would be created. The FCA and PRA will be supervised by the Bank of England.

The FCA will take on responsibility for conducting regulation of financial services and markets, ensuring that consumers are well served by providers of retail financial services, and that participants in wholesale markets can have confidence

in their efficiency and integrity. It will also be responsible for the prudential oversight of those firms not regulated by the PRA. The FCA will provide the UK's representation on the new European Securities and Markets Authority. The FCA Chief Executive will also be a member of the Financial Policy Committee at the Bank of England, with particular responsibility for representing the interests and views of the FCA.

The PRA will be responsible for the day to day supervision of banks, insurers and brokers. Its chief executive will be a deputy governor of the Bank of England.

It is anticipated that these new bodies will come into being in 2012 and the FSA will begin a staged transfer of power during this year. FCE are aware of these impending regulatory changes and will continue to monitor the range of industry consultations which will occur throughout 2011 to shape the new regulatory bodies.

Basel II international capital framework

The Basel II Capital Accord is structured around three pillars: minimum capital requirements, supervisory review process and market discipline. Basel II has been implemented in the EU through adoption of the provisions of the EU Capital Requirements Directive in each EU member state.

Annually the Board of Directors approves its Internal Capital Adequacy Assessment Process (ICAAP) declaration and submits the declaration to the FSA for review and approval. The ICAAP rules require management to recommend a total economic capital level necessary to operate its business. Each assessment is completed after analysis of FCE's primary risks and risk mitigation, its risk appetite, and stress testing and scenario planning and, as a result of this analysis, the addition of any suitable capital overlays. Each ICAAP is reviewed at Audit Committee and Board meetings.

As required by Basel Pillar 3, FCE provides additional disclosures as part of the market discipline requirements, including capital, risk exposures and risk assessment processes. The disclosures will be published on FCE's website. FCE's website address is provided on page 126.

Basel III

The Basel Committee on Banking Supervision has developed a comprehensive set of reform measures to strengthen the regulation, supervision, and risk management of the banking sector. FCE is supportive of the objectives of the reform, and is reviewing the application of the new standards to its business.

Capital and funding

Capital

FCE's policy is to manage its capital base to targeted levels that exceed all regulatory requirements and support anticipated changes in assets and foreign currency exchange rates. FCE's core Tier 1 capital ratio was at 21.2% as of 31 December 2010 (2009: 21.9%).

FCE's consolidated regulatory capital is managed by its Asset and Liability Management Committee. A sub-committee meets and reports into the Asset and Liability Management Committee on a monthly basis and is responsible for monitoring actual and projected capital adequacy positions against capital resource requirements as determined by internal assessment (ICAAP) and minimum regulatory levels.

FCE's solvency ratio is reported within FCE's Basel Pillar 3 disclosures and was 295% at 31 December 2010 (2009: 299%). The solvency ratio indicates that FCE is holding capital in excess of its Basel II minimum capital requirements as assessed under both Pillar 2 ICAAP and Pillar 1 minimum capital requirements.

FCE remains well capitalised given its continued role as a secured lender in the specialist automotive finance sector. There was no change to the Company's issued share capital during 2010. Regulatory capital is defined by tiers. FCE's Tier 1 capital comprises shareholder funds, net of intangible assets and goodwill. FCE's Tier 2 capital comprises subordinated debt and collective impairment losses. As FCE does not have a trading book, its capital structure does not include any Tier 3 capital. This is detailed within Note 33 'Components of Capital'.

Funding

FCE's funding strategy is to have sufficient liquidity to profitably support Ford, its dealers and customers in all economic environments. FCE maintains a substantial cash balance, committed funding capacity, and access to diverse funding sources. FCE's credit ratings improved significantly in 2010 although remain non-investment grade. As a result, securitisation continues to represent a substantial portion of its funding mix as this market remains more cost effective than unsecured funding and allows access to a broader base of investors and lenders.

At 31 December 2010, secured debt was 47% of net loans and advances (2009: 54%). This mix of secured debt was temporarily lower at year end as a significant amount of FCE's liquidity was held in the form of unutilised available committed securitisation capacity.

In addition, FCE has various alternative business arrangements for select products and markets, such as partnerships with various financial institutions for Full Service Leasing (FSL) and retail and wholesale financing, which reduce funding requirements while allowing continued support to Ford. FCE continues to explore opportunities that provide alternative sources of funding while ensuring ongoing support for Ford vehicle sales.

During 2010, and consistent with its funding plan, FCE raised £1.7 billion of new external funding, including two public unsecured debt issuances and a public term securitisation transaction. FCE also renewed or added £4.7 billion of private committed securitisation capacity, £3.0 billion of which included committed revolving periods of 18 months or more. Increased appetite from FCE's lenders for longer-term commitments is a sign of continued improvement in the securitisation markets.

As at 31 December 2010, FCE has repaid all European Central Bank funding relating to retained securitisation notes, with the majority of previously retained notes now placed with traditional public term securitisation investors. FCE continues to obtain funding from the ECB under a longstanding credit claim program using certain of its German wholesale receivables as collateral. (December 2010: £43 million).

Capital and funding

Funding sources

FCE's funding sources consist primarily of securitisation and unsecured debt. FCE issues both short and long-term debt that is held primarily by institutional investors.

The Company securitises retail, leasing and wholesale receivables through a variety of structures, including amortising and revolving structures as well as other committed factoring transactions. FCE's aims for diversification in its securitisation programs, with about 25 active transactions providing term funding or committed liquidity for each of its primary asset classes (retail and lease contracts, wholesale loans) across a wide range of European markets. With many years of experience in the securitisation of its receivables, the Company has developed a strong expertise and solid working relationships with partner banks and in public markets.

All of FCE's securitisation programs inherently provide for matched funding of the receivables, with securitisation debt having a maturity profile similar to the related receivables. The majority of its programs also include a contractual commitment to fund existing and future receivables subject to conditions described more fully in Note 18: 'Securitisation and related financing'. In the event that a contractual commitment is not renewed, all receivables securitised at the point of non-renewal remain funded, and the related debt is repaid as the receivables liquidate.

The objective of FCE's securitisation programmes is solely to provide sources of funding and liquidity. The Company generally retains credit risk in securitisation transactions through its retained interests which provide various forms of credit enhancements. By providing these enhancements the Company has entered into transfers (as described in IAS 39

'Financial Instruments Recognition and Measurement') that do not qualify for de-recognition of the underlying assets. The Company therefore continues to recognise the carrying value of all securitised assets within its balance sheet.

FCE holds senior retained interests in several of its programs to provide greater flexibility in the use of its committed securitisation capacity. As at 31 December 2010, FCE maintained senior interests in these committed securitisation programs sufficient to generate £0.8 billion in funding proceeds. Under these programs, funding counterparties are legally obligated, at FCE's option, to make advances under asset-backed securities, thereby reducing FCE's senior interest and generating funding proceeds. Depending on the program, these senior interests may be held as senior securities, which rank pro-rata and pari-passu with the generally AAA-rated securities held by external investors, or an amount by which FCE's retained interest exceeds its contractual minimum retained interest.

(For further information see Note 18: 'Securitisation and related financing').

FCE's external unsecured debt consists primarily of notes issued under its EMTN programme. This debt is issued generally with original maturities of 3-5 years, which exceeds the average expected life of its receivables. FCE has limited amounts of short-term unsecured funding consisting primarily of local bank borrowings.

As at 31 December 2010, FCE had intercompany funding of £0.8 billion, which consisted primarily of collateralised deposits to mitigate large exposure concentrations, and Tier 2 capital in the form of subordinated debt.

Net cash inflow from external funding raised for the year ending 31 December 2010 is as detailed below:

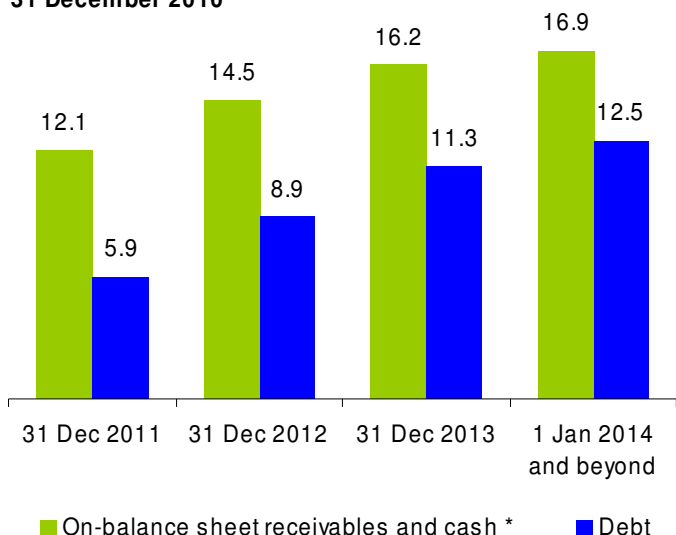
Cash inflow from funding raised for the year ended 31 December 2010*	£ bil
	Cash inflow
New issuance in 2010:	
- Securitisation of retail and lease automotive receivables	£ 0.5
- Securitisation of wholesale automotive receivables	0.3
- Unsecured debt	0.9
Total new issuance	£ 1.7
Secondary sale of retained securitisation notes	£ 1.0
Existing facilities in 2010:	
- Securitisation of retail and lease automotive receivables	£ 0.1
- Securitisation of wholesale automotive receivables	1.0
Total existing facilities	£ 1.1
Total	£ 3.8

*Cash inflow from funding activity net of movements in revolving securitisation transactions.

Capital and funding

Liquidity

Cumulative Contractual Maturities as at 31 December 2010



FCE's balance sheet is inherently liquid because of the short-term nature of FCE's loans and advances to customers and cash, compared to debt. For additional information in regard to contractual maturities of receivables and debt, see Note 41 'Liquidity Risk'.

Source: Group data from Note 41 'Liquidity Risk'

* Includes the cash flows arising from cash and advances, marketable securities, gross loans and advances to customers, other assets and gross cash flows relating to operating leases reported on the balance sheet under property and equipment. Excludes off balance sheet available for use credit facilities.

In addition, FCE maintains liquidity through a variety of sources including:

- Cash and highly liquid investments as included in Note 11 'Cash and Advances'
- Committed securitisation capacity consisting of agreements with banks and asset-backed commercial paper conduits under which these parties are contractually obligated, at FCE's option, to purchase eligible receivables, or make advances under asset-backed securities; and
- Unsecured contractual committed credit facilities.

Liquidity Sources	2010 £ bil	2009 £ bil
Cash and advances and marketable securities	£ 2.3	£ 2.6
Committed securitisation capacity	£ 4.9	£ 4.6
Unsecured credit facilities	0.7	0.8
Committed capacity	£ 5.6	£ 5.4
Committed capacity and cash	£ 7.9	£ 8.0
Securitisation capacity in excess of eligible receivables	(1.0)	(1.6)
Cash not available for use in FCE's day to day operations	(1.0)	(1.3)
Liquidity	£ 5.9	£ 5.1
Utilisation	(3.1)	(3.4)
Liquidity available for use	£ 2.8	£ 1.7

In anticipation of a scheduled unsecured debt maturity in February 2011 of £0.7 billion and the expected seasonal increase in assets during the first quarter, FCE held a high level of liquidity at year-end. As at 31 December 2010, committed capacity and cash and advances shown above totalled £7.9 billion, of which £5.9 billion could be utilised (after adjusting for capacity in excess of eligible receivables

of £1.0 billion and cash not available for use in day-to-day operations of £1.0 million). Of this amount, £3.1 billion was utilised, leaving £2.8 billion available for use. In addition to this, the £1.0 billion of securitisation capacity in excess of eligible receivables provides flexibility in funding future originations, or shifting capacity to different markets and asset classes.

Capital and funding

Credit ratings

FCE's short-term and long-term debt is rated by three major credit rating agencies:

- Fitch, Inc. ('Fitch')
- Moody's Investors Service, Inc ('Moody's') and
- Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies, Inc. ('S&P').

FCE's credit ratings are closely associated with the credit ratings of Ford and FMCC, which improved significantly during 2010 but remain below investment grade. S&P assigns a one notch positive differential credit rating to FCE compared with FMCC. FCE's credit ratings assigned by Fitch and Moody's are the same as the ratings these agencies assign to FMCC. The following chart summarises the long-term senior unsecured credit ratings, short-term credit ratings and the outlook assigned to FCE from January 2007 to March 2011.

Credit ratings	Fitch			Moody's			S&P		
	Long Term	Short Term	Outlook	Long Term	Short Term	Outlook	Long Term	Short Term	Outlook
January 2007	BB-	B	Negative	B1	NP	Negative	B+	B-3	Negative
November 2007	BB-	B	Negative	B1	NP	Stable	B+	B-3	Stable
June 2008	BB-	B	Negative	B1	NP	Negative	B+	B-3	Watch Negative
July 2008	BB-	B	Negative	B1	NP	Negative	B	NR	Negative
August 2008	B+	B	Negative	B1	NP	Negative	B	NR	Negative
October 2008	B-	C	Negative	B2	NP	Review Negative	B	NR	Watch Negative
November 2008	B-	C	Negative	B3	NP	Negative	B-	NR	Negative
December 2008	B-	C	Negative	Caa1	NP	Negative	B-	NR	Negative
November 2009	B	C	Positive	B3	NP	Stable	B	NR	Stable
January 2010	B+	B	Positive	B3	NP	Stable	B	NR	Stable
March 2010	B+	B	Positive	B2	NP	Stable	B	NR	Stable
March 2010	B+	B	Positive	B1	NP	Review Positive	B	NR	Stable
April 2010	BB-	B	Positive	B1	NP	Review Stable	B	NR	Positive
May 2010	BB-	B	Positive	Ba3	NP	Stable	B	NR	Positive
August 2010	BB-	B	Stable	Ba3	NP	Stable	BB-	NR	Positive
October 2010	BB-	B	Stable	Ba2	NP	Stable	BB-	NR	Positive
January 2011	BB-	B	Positive	Ba2	NP	Positive	BB-	NR	Positive
February 2011	BB-	B	Positive	Ba2	NP	Positive	BB	NR	Positive

Dividends

On 28 June 2010 FCE paid a dividend of £390 million which equates to 63.48 pence per ordinary share. This dividend payment is consistent with FCE's strategy is to align its capital base with the reduced scale of its business, while taking account of the funding and liquidity environment.

Risk

Risk appetite

In the normal course of business, FCE is exposed to several types of risk. These risks include primarily credit, vehicle residual value, financial market (including interest rate, currency, counterparty and liquidity risks) and operational risk.

FCE's appetite for risk is generally low. FCE has comprehensive risk governance and integrated risk management practices. Each form of risk is uniquely managed in the context of its contribution to overall risk. Business decisions are evaluated on a risk-adjusted basis

and products are priced to be consistent with these risks. FCE continuously reviews and seeks to improve its risk management practices.

FCE has nearly 50 years of experience in the specialist field of automotive sector related lending and seeks security for its lending to minimise the risk of unexpected losses. Lending is confined to automotive sector related products. In the case of customer default, the value of the re-possessed vehicle provides a source of protection.

Principal risks and uncertainties

In addition to the risks faced by FCE in the normal course of business, some risks and uncertainties are outside FCE's direct control. This section outlines specific areas where FCE is particularly sensitive to such risks.

The credit ratings of FCE and Ford Motor Credit Company (FMCC) have been closely associated with the rating agencies' opinions of Ford. Lower credit ratings generally result in higher borrowing costs and reduced access to capital markets. The Company has the benefit of a support agreement from FMCC. This is detailed within Note 31 'Ordinary Shares and Share Premium'.

In addition, FCE has the benefit of:

- access to on-lent debt from Ford, FMCC and Ford Credit International (FCI) from time to time; and
- interest supplements and other support payments from Ford provided for certain financing transactions.

The elimination, reduction or non-availability of support from FMCC or Ford could negatively impact FCE's business and results of operations.

FCE must compete effectively with other providers of finance in Europe. Ford in Europe currently provides a number of marketing programmes that employ financing incentives to generate increased sales of vehicles. These financing incentives generate significant business for FCE. If Ford chose to shift the emphasis from such financing incentives, this could negatively impact FCE's share of financing related to Ford's automotive brand vehicles.

FCE's business has been transitioning from a multi-brand organisation to a focus on supporting the Ford brand as the Jaguar, Land Rover, Mazda and more recently Volvo brands have been transferred to alternative finance providers. This has required FCE to focus on and implement cost reduction actions to adjust for the change in scale. This focus on adjustment to a single brand alignment will continue as the non-Ford brand portfolios liquidate.

Liquidity risks and capital resources

Liquidity risk is the possibility of being unable to meet present and future financial obligations as they become due. To mitigate its liquidity risk and protect funding availability throughout the economic and business cycle FCE relies on diverse forms of financing, primarily securitisation and unsecured debt, and issues debt that on average matures later than assets liquidate. In addition, the Company maintains liquidity in the form of cash and highly liquid investments, committed securitisation capacity, and committed credit lines.

On an ongoing basis, FCE monitors and manages its liquidity risk by analysing risk drivers, projecting cash flows and monitoring metrics to assess the liquidity risk. FCE has the ability to use committed lines of credit from major banks, providing additional levels of liquidity. This is detailed within Note 41 'Liquidity Risk'. These facilities do not contain restrictive financial covenants (e.g. debt-to-equity limitations) or material adverse change clauses that could preclude borrowing under these facilities. FCE's liquidity position is monitored and reported daily for both regulatory and management information purposes using an automated liquidity reporting system.

Liquidity risks and capital resources continued

Despite FCE's various sources of liquidity, its ability to maintain this liquidity may be affected by the following factors (not necessarily listed in order of importance or probability of occurrence):

- Credit ratings assigned to FCE;
- Prolonged disruption of financial markets;
- Market capacity for Ford, FMCC and FCE sponsored investments;
- General demand for the type of securities FCE offer, including ability to access central banks and government funding;
- The Company's ability to continue funding through asset-backed financing structures;
- Performance of the underlying assets within the existing asset-backed financing structures;
- Regulatory changes;
- Failure of financial institutions to fulfill commitments under various credit facilities;
- FCE's ability to maintain credit facilities; and
- FCE's ability to obtain derivatives to manage risk.

Sales of automotive brand vehicles

FCE's business is substantially dependent upon the sale of Ford vehicles in Europe and its ability to offer competitive financing on those vehicles.

Fluctuations in the volume of sales of such vehicles resulting from governmental action or geopolitical events, changes in consumer demand, increased competition, changes in the pricing of imported units due to currency fluctuations, or other events, could impact the level of finance operations of Ford, including FCE. The automotive industry is sensitive to factors such as disposable income, interest rates, currency exchange rates, national and international trade, economic growth or decline, environmental and health and safety regulations, vehicle safety and emissions regulation and commodity prices such as oil and steel. Adverse changes to any of these factors could cause downturns in the industry and negatively impact the demand for Ford vehicles. Furthermore, the automotive industry is highly competitive and has experienced significant consolidation over the past decade, leading to lower prices and tighter margins within the industry. Sales of Ford vehicles could decline if Ford is unable to respond to price pressure in the industry.

In addition, constraints on the supply of components or materials to Ford, or work stoppages at Ford or supplier facilities could adversely affect the production and sale of Ford vehicles.

Operational risk

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people or systems, or from external events. This definition of operational risk captures events such as Information Technology problems, human error and shortcomings in the organisational structure, legal changes and lapses in internal controls, fraud or external threats. FCE takes a proactive approach to operational risk management and continues to seek enhancement opportunities within its Operational Risk Framework.

FCE is indemnified under insurance policies for certain operating risks that include health and safety and employee fraud. Notwithstanding these control measures and this insurance coverage, FCE remains exposed to operational risk that could negatively impact its business and results of operations.

The Operational Risk Committee (ORC) has responsibility for reviewing and monitoring major operational risks and for promoting the use of sound operational risk management across FCE. The main areas of focus for the ORC are the implementation of appropriate policies, processes and procedures to control or mitigate material exposure to losses, and the maintenance of suitable contingency arrangements for all areas to ensure that FCE can continue to function in the event of an unforeseen interruption.

The guiding principle is that management at all levels is responsible for managing operational risks. FCE also maintains a strong internal control culture across the organisation through the Operations Review Programme, a self-assessment control process used by the locations, which is reinforced by central controls from the Internal Control Office (ICO) and Ford's General Auditors Office (GAO). This is detailed within the 'Audit Committee Report' section of the 2010 Business Review.

Regulatory risk

New or increased credit, consumer or data protection, or other regulations could result in higher costs and/or additional financing restrictions. FCE is a regulated banking institution and is required, among other things, to maintain minimum capital and liquidity reserves. Compliance with these regulations imposes significant costs on FCE, and affects the conduct of FCE's business. Additional regulation could add significant cost or operational constraints that might impair the profitability of FCE's business.

Risk

Financial market risk

FCE operates in a variety of currencies and lends and borrows using financial instruments with differing re-pricing characteristics. Volatility in interest rates and foreign exchange rates exposes FCE to the risk of losses should market rates increase the value of liabilities in relation to assets. The use of derivatives to manage this risk is an integral part of FCE's risk management programme, providing reduced exposure to financial market volatility.

For further details refer to Note 40 'Financial Market Risk Management'.

Credit risk

As a provider of automotive financial products, FCE's primary source of credit risk is the possibility of loss from a retail customer's or dealer's failure to make payments according to contract terms.

Although credit risk has a significant impact on FCE's business, it is mitigated by the majority of FCE's retail, leasing and wholesale financing plans having the benefit of a title retention plan or a similar security interest in the financed vehicle. In the case of customer default the value of the repossessed collateral provides a source of protection. FCE actively manages the credit risk on retail and commercial portfolios to balance the levels of risk and return.

Retail credit risk management

Retail products (vehicle installment sale, hire purchase and conditional sale and lease contracts) are classified by term and whether the vehicle financed is new or used. This segmentation is used to assist with product pricing to ensure risk factors are appropriately considered. Retail credit underwriting typically includes a credit bureau review of each applicant together with an internal review and verification process. Statistically based retail credit risk rating models are typically used to determine the creditworthiness of applicants. Portfolio performance is monitored regularly and FCE's originations processes and models are reviewed, revalidated and recalibrated as necessary. Retail credit loss management strategy is based on historical experience of many thousands of contracts over many years.

In the majority of locations FCE operates centralised originations, servicing and collections activities. Centralisation offers economies of scale and enhances process consistency. The British and German Customer Service Centres employ advanced servicing technology and enhanced risk management techniques and controls. These include customer behavioural models that are used in contract servicing to ensure contracts receive appropriate collection attention.

Vehicle residual value risk

This is the risk that the actual proceeds realised by FCE upon the sale of a returned vehicle at the end of the contract will be lower than that forecast at the beginning of the contract. For further details refer to Note 39 'Vehicle Residual Values'.

Repossession is considered a last resort. A repossessed vehicle is sold and proceeds are applied to the amount owing on the account. Collection of the remaining balance continues after repossession until the account is paid in full or is deemed by FCE to be economically uncollectable.

Wholesale credit risk management

FCE extends commercial credit to franchised dealers selling Ford vehicles primarily in the form of approved lines of credit to purchase stocks of new and used vehicles and financing for dealer vehicles (e.g. demonstrator or courtesy vehicles) and to a much lesser extent, loans for working capital and property acquisitions. FCE also provides automotive financing for other commercial entities, including daily rental companies, although FCE's appetite for this business has reduced as a result of the prevailing economic conditions.

Each commercial lending request is evaluated, taking into consideration the borrower's financial condition, supporting security, debt servicing capacity, and numerous other financial and qualitative factors. All credit exposures are scheduled for review at least annually at the appropriate credit committee. Asset verification processes are in place and include physical audits of vehicle stocks with increased audit frequency for higher risk dealers. In addition, stock-financing payoffs are monitored to detect adverse deviations from typical payoff patterns, in which case appropriate actions are taken.

Other credit risk management

The Company could also incur a credit loss if the counterparty to an investment, interest rate or foreign currency derivative with FCE defaults.

For further detail on these risks refer to Note 38 'Credit Risk'.

People

FCE aims to be an Employer of Choice and has a retention strategy to ensure that the skills and experience required to support business objectives are retained. This strategy includes the use of Personnel Development Committees to support the recruitment and development of employees and ensure effective succession planning for key roles, and a remuneration and benefits philosophy targeted at achieving overall competitiveness with the external market, rewarding contribution to FCE's performance and retaining key skills. Completion of annual individual development plans for all employees identifies training and development needs.

FCE is committed to diversity in the workplace. This approach values the differences provided by culture, ethnicity, race, gender, disability, nationality, age, religion/beliefs, education, experience and sexual orientation. FCE uses the views of employees to improve processes and to foster a culture based on honesty and respect.

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with FCE continues and that appropriate support is arranged. It is FCE's policy that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

Consistent with the principle of diversity FCE also operates a Dignity at Work policy which promotes a business environment where employees, customers and suppliers are valued for themselves and their contribution to the business. FCE is committed to conducting its business with integrity and utilising the talents of everyone through providing an environment free from unlawful discrimination, harassment, bullying and victimisation.

Employee communication

FCE keeps all employees informed of its activities on a national, pan-European and global level by means of in-house publications, intranet and the annual publication of its reports and financial statements. FCE conducts an annual employee satisfaction survey with a feedback and action-planning process aimed at continued dialogue between management and staff to achieve appropriate levels of employee satisfaction. In addition senior management conducts regular cascade meetings throughout the year with employees. These allow management to communicate key business information including the factors affecting the financial and economic performance of FCE, whilst allowing two-way dialogue via question and answer sessions on business matters. FCE also fully complies with relevant European and national legislation on information and consultation procedures.

Employment practices

FCE complies fully with relevant legislation enacted by both European and national parliaments on Human Resources (HR) policy and process. FCE ensures that HR policies and procedures meet the aims of any relevant FSA and other national regulatory requirements. The Company is also committed to best practice HR policies and processes in support of the business objectives and in line with its Employer of Choice strategy.

Employees

During 2010, as part of ongoing cost efficiency actions, FCE has completed various voluntary employee redundancy programmes in its UK and European operations. Details of the number of employees and related costs can be found in Note 5 'Operating expenses'.

Community

FCE has a long standing commitment to the communities across Europe in which it works. This includes providing some structured work experience programmes for young people in its offices and encouraging FCE's employees to give something back to their local community, both inside and outside work time. Accordingly FCE has a policy that all employees can have up to 16 normal paid work hours per annum (equivalent to two paid work days) to invest in community projects.

People

Environment

Many of FCE's community activities support local environmental improvement actions and form part of FCE's overall environmental strategy. Also included in this strategy are actions taken in our offices to improve energy efficiency, as well as to reduce and recycle waste.

- **Building management**

FCE shares its Central Office in Warley, UK, with Ford Motor Company. A range of measures to reduce the building's impact on the environment including the installation of a Building Management System to maximise the efficiency of the heating / cooling systems and the use of green power from wind and solar sources in Europe. FCE's offices across Europe make similar efforts to enhance their environmental efficiency and benefit from cost savings due to reduced energy consumption.

- **Paper reduction**

FCE has taken positive action to reduce the amount of paper it uses in its daily work by the careful introduction of selected Information Technology systems. This includes the introduction of an automated data matching system which sources data direct from relevant corporate systems to automate the reconciliation of all the accounts on its Balance Sheet. The system is now available in Ford Credit Austria, Belgium, Britain, France, Hungary, Ireland, Italy, the Netherlands, Poland, Portugal and Spain.

- **Marketing**

Working with Ford Motor Company, FCE is able to provide customers with a number of marketing offers that reward environmentally sustainable vehicle choices - such as the reduced insurance premiums for vehicles with low CO² emissions which were available in France and Germany during 2010.

Health and safety

FCE is committed to ensuring the health, safety and welfare of its employees and, so far as is reasonably practicable, to providing and maintaining safe working conditions. FCE regards legislative compliance as a minimum and where appropriate it seeks to implement higher standards. FCE also recognises its responsibilities towards all persons on FCE's premises, such as contractors, visitors and members of the public, and ensures, so far as is reasonably practicable, that they are not exposed to risks to their health and safety. FCE's focus is on ensuring that its policies are closely linked to the operational needs of the business.

FCE operates a health and safety governance model based on that operated by Ford of Europe, tailored to meet FCE's specific business needs and (non-manufacturing) health and safety risk profile. The Executive Committee operates a management system which tracks incidents and actions and promotes best practice in health and safety throughout the organisation including regular safety walks to supplement local management vigilance. FCE's relatively low risk profile does not generate substantial data on this issue and this is expected to continue. The Board of Directors receive and review an annual report on health and safety performance from the Chair of the Health and Safety Committee.

Other business review information

Pensions

The Executive Directors and the majority of employees of the Company are accruing benefits as members of various retirement plans administered by Ford. This is detailed within Note 34 'Retirement benefit Obligations'.

Directors' and officers' liability insurance and indemnity

Ford has purchased insurance to cover its directors and officers for all its affiliates against such directors and officers costs in defending themselves in civil legal proceedings taken against them in that capacity and in respect of damages resulting from the unsuccessful defence of any proceedings. At the date upon which this report was approved, and throughout the 2010 financial year, the Company has provided an indemnity in respect of all its directors. Neither the insurance nor the indemnity provides cover where the director has acted fraudulently or dishonestly.

Interest of management in certain transactions

During and at the end of the 2010 financial year, none of the Company's directors had a material financial interest in any transaction (nor in any proposed transaction) in relation to the Group's business.

Payments to suppliers

The Company has detailed procedures for the purchasing of goods and services. Each branch/subsidiary/office is responsible for agreeing and notifying terms of payment to suppliers as part of the purchase commitments process. Terms of payment vary by country or within a country. The Company considers that it has complied with the payment terms agreed with suppliers whenever it is satisfied that the supplier has provided the goods or services in accordance with the agreed terms and conditions.

The ratio, expressed in days, between the amounts owed by the Company to trade creditors at the end of the year and the amounts invoiced by suppliers in the year ended 31 December 2010 is 45 days (2009: 45 days).

Changes in fixed assets

Movements in fixed assets are detailed within Note 19 'Property and Equipment'.

Donations

The Company and its subsidiaries made no charitable or political donations during 2010 (2009: nil).

Board of Directors

Chairman
Managing Director, Britain
Executive Director, Finance and Strategy
Director
Managing Director, Marketing, Sales and Brand
Executive Director, Global Operations, Technology and Risk

T Murphy *Director*
J Coffey *Non-Executive Director*
P R Jepson *Non-Executive Director*
B B Silverstone *Non-Executive Director*
R N Rothwell *Non-Executive Director*
T Schneider *Non-Executive Director*

J Noone
C A Bogdanowicz-Bindert
M F Robinson
A K Romer-Lee
S Taverne
J Callender

Secretary R A Pringle

Director biographies

Mrs. Bogdanowicz-Bindert, Non-Executive Director, is a Non-Executive director of McBride plc. Previously a Non-Executive Director of Bank BPH, PBK Bank and Bank Gdanski before which she worked in various senior positions at Lehman Brothers and the International Monetary Fund. Mrs. Bogdanowicz-Bindert was appointed to the Board of Directors on 1 September 2005.

Mr Callender, Non-Executive Director, is a Non-Executive Director of Motability plc and Aldermore Bank plc; and is the Non-Executive Chairman of ANZ Bank Europe Ltd. Previously he held a number of senior roles with Barclays plc including Chief Executive of Barclays Mercantile as well as a number of other Non-Executive Directorships. Mr Callender was appointed to the Board of Directors on 24 March 2011.

Mr. Coffey, Managing Director, Britain, was Executive Director Global Operations and Technology immediately prior to his present appointment. Having joined FCE in 1980 he has held various other senior management posts with FCE in Europe since then including Director Central and Eastern Sales Operations and New Markets and Location Manager Greece. Mr. Coffey was appointed to the Board of Directors on 1 August 2002.

Mr. Jepson, Executive Director, Finance and Strategy, was Manager, Profit Analysis, Ford of Europe, immediately prior to his present appointment. Having joined Ford Motor Company Limited in 1976 he has held various other senior finance management posts within Ford of Europe before joining FCE, including Non-Executive Director at Otosan (a Turkish automotive company) and Director of Finance at Ford Spain. Mr. Jepson was appointed to the Board of Directors on 1 April 1999.

Mr. Murphy, Chairman FCE, was Executive Director, Global Operations and Technology and Risk, immediately prior to his present appointment. Having joined Ford Credit in 1982 he has held various other senior management posts including Director, Irving Business Centre and Controller, Ford Credit Europe. Mr. Murphy was appointed to the Board of Directors on 25 March 2009. Mr Murphy was appointed Chairman on 8 December 2010.

Mr. Noone, President at Ford Credit, was President Ford Credit International immediately prior to his present appointment. Having joined Ford Credit in 1972 he has held various other senior management posts since then in both the U.S. and in Europe including Executive Vice President Diversified and Major Accounts at Ford Credit. Mr. Noone was appointed to the Board of Directors on 1 January 2004.

Mr. Robinson, Non-Executive Director, is a former Regional Managing Director at National Westminster Bank plc with whom previously he had held various other senior management posts including being Head of Streamline Merchant Services and Head of Card Services. Mr. Robinson was appointed to the Board of Directors on 25 July 2001.

Mr. Romer-Lee, Non-Executive Director, is a Non-Executive Director of Sonali Bank (UK) Limited and former partner of PricewaterhouseCoopers LLP, where he was Head of Financial Services, Central & Eastern Europe and with whom he previously held various other senior management posts. Mr. Romer-Lee was appointed to the Board of Directors on 1 October 2006.

Mr. Rothwell, Executive Director Marketing Sales and Brand, was Managing Director, Germany, immediately prior to his present appointment. Having joined Ford Motor Company Limited in 1979 and FCE in 1995 he has held various other senior management posts in Europe since then including Strategy Director at FCE, and Managing Director Ford Credit South Africa. Mr. Rothwell was appointed to the FCE Board on 1 October 2004.

Mr Schneider, Executive Director, Global Operations, Technology and Risk, was previously Vice President, Global Risk Management, Ford Motor Credit Company. Prior to that appointment he held a number of senior positions at Ford Credit. Mr Schneider was appointed to the Board of Directors on 27 January, 2011.

Mr. Silverstone, President Marketing and Sales, Ford Motor Credit Company, was Chairman, FCE immediately prior to his present appointment. Having joined FCE in 1979 he has held various other senior management posts including Executive Director, Marketing and Sales at FCE, Vice President, Marketing for Ford Credit North America and Regional President of Ford Credit Asia Pacific Credit Operations. Mr. Silverstone was appointed to the Board of Directors on 25 July 2001 and was Chairman of the Board between 21 July 2006 and 8 December 2010.

Ms. Taverne, Non-Executive director, is a Non-Executive director of Nationwide Building Society, a Trustee of the Consumer Credit Counselling Service and the Design Museum and Chair of Gingerbread. She was formerly a Director of Imperial College London, Managing Director of the British Museum, Director of Strategy at Pearson plc, and Finance Director of the Independent. Ms Taverne was appointed to the Board of Directors on 1 April 2008.

Board of Directors

Changes to the Board of Directors

Mr Silverstone served as Chairman until 8 December 2010, when he was succeeded by Mr Murphy. He remains a Director.

Mr Callender was appointed to the Board of Directors on 24 March 2011 and Mr Schneider was appointed to the Board of Directors on 27 January, 2011. Mr Robinson has indicated that he will not stand for re-election to the Board at the 2011 Annual General Meeting.

Annual general meeting

The Annual General Meeting will be held on 24 March 2011 immediately after the conclusion of the Board meeting approving these financial statements. In accordance with the Articles of Association all directors retire and, being eligible, will each offer themselves for reappointment.

Key governance principles

General

FCE considers effective corporate governance to be a key factor underlying the strategies and operations of the Group. Since only some of the Company's debt securities are listed on Stock Exchanges there are significantly fewer reporting obligations on the Company compared with a company with listed equity. Nevertheless the Company chooses to comply with many of the provisions of the Combined Code on Corporate Governance applicable to UK listed companies except for those provisions that are not appropriate for a wholly-owned subsidiary. The Combined Code on Corporate Governance is available from the website of the Financial Reporting Council.

The Company annually undertakes a benchmarking exercise against the latest guidelines on corporate governance making any adjustments it deems necessary and appropriate.

The Company has developed internal standards to ensure that the Group's business is conducted within a strong and defined control framework. These internal standards are well suited to the evolving demands of corporate governance in highly regulated, multi-national environments.

The Board of Directors

The Company is controlled through its Board of Directors whose main roles are to:

- create value for the shareholder;
- provide leadership to the Company;
- approve the Company's strategic objectives;
- ensure that the necessary financial and other resources are made available to the management to enable them to meet those objectives;
- operate within a framework of effective controls which enables the assessment and management of principal risks; and
- ensure customers are treated with fairness and respect.

In addition, the Board has the ultimate responsibility for ensuring that the Company has systems of corporate governance and internal control appropriate to the various business environments in which it operates. The Board regularly evaluates all risks affecting the business and the processes put in place within the business to control them. The process is focused on the key risks, with formal risk mitigation, transfer or acceptance documented.

FCE controls are based on Ford standard controls to safeguard assets, check the accuracy and reliability of financial and non-financial data, promote operational efficiency and encourage adherence to prescribed managerial policies. Policy statements governing credit and treasury risk management are reviewed at least annually.

The Board reviews the Group's commercial strategy, business, funding and liquidity plans, annual operating budget, capital structure and dividend policy and statutory accounts. The Board also reviews the financial performance and operation of each of the Company's businesses and other business reports and presentations from senior management. The Board is responsible for the appropriate constitution of Committees of the Board and reviews their activities and terms of reference as part of an annual review of corporate governance.

Within the financial and overall objectives for the Company, the management of the Company is delegated to Directors and management through the Chairman. Each of the four Executive Directors is accountable for the conduct and performance of their particular business within the agreed business strategy. They have full authority to act subject to the reserved powers and sanctioning limits laid down by the Board and Company policies and guidelines.

The composition of the Board, and changes to its membership during 2010, is shown on page 26 and page 27 respectively. Currently the Board of Directors comprises four independent Non-Executive directors (NEDs), two shareholder representative directors and five Executive Directors who together, with their different financial, commercial and operational expertise and cultures, bring with them a wide range of experience to the Company.

The Board of Directors met five times during 2010. With the exception of Mr Noone, (who was unable to attend four of the meetings) and Ms Bogdanowicz-Bindert who was unable to attend two meetings, all directors were present at all meetings. Four independent NEDs were in post throughout the year.

All Directors are equally accountable under the law for the proper stewardship of the Company's affairs. The Directors have access to the advice and services of the Company Secretary and can obtain independent professional advice at the Company's expense in furtherance of their duties, if required.

Throughout 2010, the Board and its Committees were supplied with information and papers to ensure that all aspects of the Company's affairs are reviewed on a regular basis in accordance with a rolling agenda of work. Monthly information packs are sent to the Non-Executive Directors which include a strategic update from the Chairman and financial and funding updates with relevant analysis and trend data. Supporting papers for Board meetings generally are distributed a week in advance of the meeting.

Key governance principles

Non-Executive Directors (NEDs)

The NEDs fulfil key roles in corporate and regulatory accountability. The Board considers all the current NEDs to be independent because they have no material business relationship with the Company (either directly or as a partner, shareholder or officer of an organisation that has a relationship with the Company) and they neither represent the sole shareholder nor have any involvement in the day to day management of the Company or its subsidiaries. As such they bring objectivity and independent judgement to the Board, which complements the Executive Directors' skills, experience and detailed knowledge of the business. Moreover they play a vital role in the governance of the Company through their membership of the Audit Committee.

Each NED is provided, upon appointment, with a letter setting out the terms of his or her appointment including membership of the Audit Committee, the fees to be paid and the time commitment expected from the director. The letter also covers such matters as the confidentiality of information and reference to Ford's Directors and Officers Liability Insurance. The letters of appointment of NEDs are terminable on one month's notice by either party. All NEDs are appointed to the Audit Committee. The NEDs do not serve on any other Board Committee.

Currently there is no limitation on the term of office for any NED. However, it is not envisaged that a term of office would exceed nine years. Each year the NEDs hold a meeting with the Chairman to discuss Executive Director succession planning, corporate governance and any other relevant issues. The Board reviews the number of Executive Directors and NEDs periodically to maintain an appropriate balance for effective control and direction of the business.

The Combined Code on Corporate Governance recommends the appointment of a Senior Independent NED and Mr Romer-Lee was appointed to this post on 1 January 2008. The role of the Senior NED is to chair the Audit Committee and to take a lead role with the other NEDs, representing collective views to the Chairman, Board or Audit Committee and to representatives of the Company's shareholder.

The role of all the NEDs is to:

- review and give an objective opinion on the Company's financial reporting including relevant best practice
- maintain effective working relationships with the FSA and FCE's auditors
- provide an objective view of the management of the business
- provide an objective insight into the strategic direction of the Company and an advisory role on intended strategic actions and potential implications for the business
- review the application of financial reporting and understand the Company's financial position and constructively challenge its effective management
- provide other Board members with different perspectives on strategic and other issues facing the Company

The NEDs meet from time to time in the absence of FCE's management, and the Senior NED normally presides at such meetings.

Selection of Directors

Specialist executive recruitment agencies may be employed to find suitable NEDs. In addition direct appointments are made where specific skills and experience are needed, and FCE may consult its auditors or other professional advisers on appropriate candidates when specialist financial skills are required. Formal interviews are held with senior Company management before a preferred candidate meets other members of the Board including all the current NEDs.

Executive Directors (including the Chairman) are selected through a Ford Financial Personnel Development Committee process. Succession plans for Directors and other senior appointments are reviewed with senior representatives of the Company's parent and the NEDs. Proposals for all Director appointments are then submitted for corporate approval both by Senior Management of the shareholder and by the Ford Corporate Governance Committee before being submitted to the Company's Board of Directors for formal legal approval.

Training of Directors

Consideration is given to the training needs of Directors on their appointment to the Board, and new NEDs benefit from a comprehensive induction to the Company's business, risk management and regulatory environment. Also there is at least one off-site senior management financial review and strategy meeting held each year to which the NEDs are invited, and a training day is available as required for the NED where topical issues and developments can be discussed. From time to time, Ford develops training programmes for various aspects of Director's duties and responsibilities, corporate governance and regulatory and general compliance matters.

Evaluation and remuneration of Directors

Each Executive Director is evaluated by FCE's performance review process and remuneration is determined in line with the global compensation policy of FMCC and Ford. Senior representatives of FMCC evaluate the performance of the Chairman.

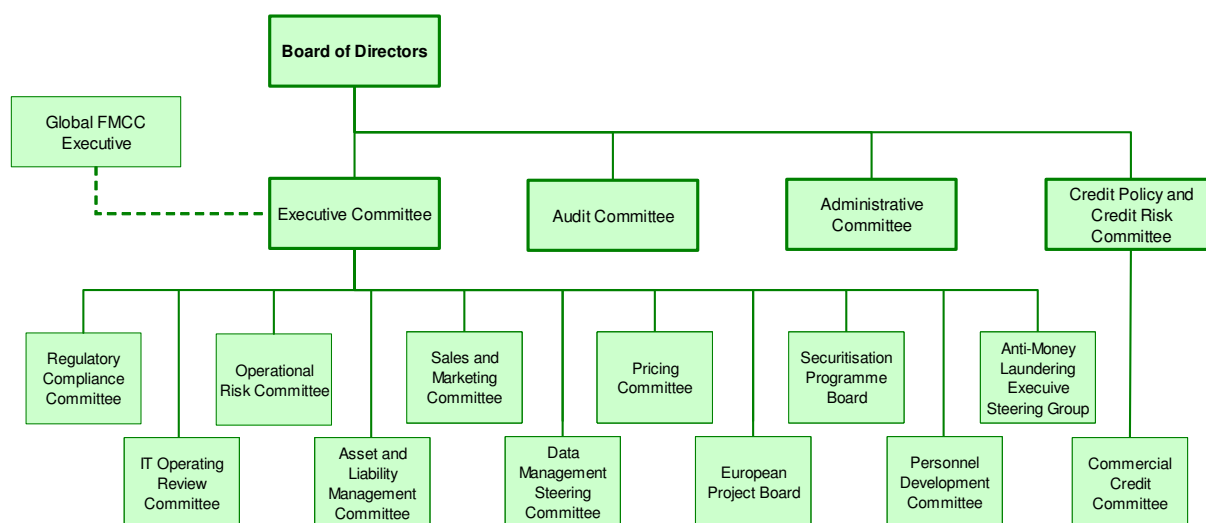
NEDs receive a flat fee for their services. The Senior NED receives a higher fee to reflect his additional responsibilities. The levels of both fees are reviewed periodically and the fee level is approved by senior representatives of FMCC. The NEDs do not receive any further remuneration or participate in any incentive arrangements.

Key governance principles

Committees of the Board

Four Committees report directly into the Board. Each of the Committees has specific delegated authority and detailed terms of reference which are reviewed annually with a report on the activities of each Committee presented to each meeting of the Board of Directors. FCE reviews the balance and composition of the Committees regularly to ensure that there is an appropriate balance and a good mix of skills and experience. FCE also considers the need to refresh the Committees.

The following chart shows the interrelationship of the Board and the Committees that deal with corporate governance. FCE has an integrated approach to Risk Governance and the terms of reference for each of the Committees shown below includes details of the risks covered:



Audit Committee

Details of the Audit Committee and its work can be found on pages 33 and 34.

Administrative Committee

The Administrative Committee on behalf of the Board is responsible for:

- the review and approval of the terms and conditions of securitisation and debt issuance transactions in line with applicable policy statements established by the Board of Directors from time to time.
- consideration and approval of other day-to-day business matters delegated to it for which formal deliberation and/or documentation is legally required to evidence approval rather than approval under general management delegated authorities.

The membership of the Administrative Committee comprises all statutory directors of the Company but excludes Mr Noone, Mr Silverstone and the NEDs, with any two directors constituting a quorum. The Administrative Committee has no formal meeting schedule and meets as required.

Credit Policy and Credit Risk Committee

The Credit Policy and Credit Risk Committee (Credit Policy Committee), usually chaired by the FCE Chairman, determines, on behalf of the Board, the general credit policy of the Group on a pan-European basis. It oversees and reviews retail and commercial credit risk and vehicle residual value risk. It reports to each full Board meeting held during the year. Five of the ten members of the Credit Policy Committee are members of the Board of Directors. The Credit Policy Committee consists of individuals responsible for the key components of the business; British, German and European markets, and pan-European central functions such as Risk Management and Finance.

There are quorum requirements for the Credit Policy Committee, with different combinations of attendees permitted, to ensure that a member of the Board of directors is always in attendance in addition to appropriate representation from key areas of the business. The Credit Policy Committee aims to meet monthly.

The Commercial Credit Committees have been established as sub-committees of the Credit Policy Committee to review and approve commercial lending requests across Europe. The Commercial Credit Committees are constituted and operate at district, country, European and international levels according to delegated approval authorities and risk assessment.

Key governance principles

Executive Committee

The Executive Committee ('EC') usually chaired by the FCE Chairman, reviews, on behalf of the Board, the Group's strategic direction and policy and the enhancement of shareholder and customer value whilst improving growth, efficiency and profitability. The Executive Committee reports to the Board at each of the full Board meetings held during the year. The Executive Committee has fourteen members, four of whom are members of the Board of Directors.

The EC consists of individuals responsible for the key components of the business; British, German and European markets, as well as pan-European central functions such as Risk Management, Information Technology, General Counsel, Strategy and Finance. Either the Chairman or the Executive Director Finance and Strategy are required in attendance as one of seven members needed to constitute a quorum. The EC meets monthly and held 12 meetings during 2010.

Several sub-committees have been established and meet regularly and cover all areas of the business. These sub-committees report into the EC:

- The Regulatory Compliance Committee informs senior management and the Audit Committee on regulatory compliance issues. Its responsibilities include monitoring and evaluating regulatory changes and determining the Company's response or changes needed. The Committee also oversees communication with the FSA.
- The Information Technology Office Operating Review Committee monitors, aligns and resolves plans and priorities across FCE to support key information technology related projects and initiatives.
- The Operational Risk Committee has the overall responsibility for reviewing and monitoring major operational risks and for promoting the use of sound operational risk management across FCE.
- The Asset and Liability Management Committee oversees the funding plan and liquidity management for FCE. This sub-committee meets on a monthly basis.
- The Sales and Marketing Committee facilitates regular and timely information exchanges between business units and functional areas covering sales, marketing and operational matters.
- The Data Management Steering Committee provides a co-ordinated input to process and IT application development to meet business requirements through data solutions that are consistent with strategic priorities.
- The Pricing Committee reviews and approves pricing strategies and policies on a national, regional and European basis.
- The European Project Board oversees the management of FCE's strategic projects. This sub-committee meets on a monthly basis to review, approve and prioritise large / strategic projects.
- The Securitisation Programme Board approves and reviews structural and policy matters concerning planned securitisation transactions and securitisation issues raised at other committees and forums may be referred to it for further deliberation.
- The Personnel Development Committees drive personnel development and career and vacancies planning. The sub-committees are comprised of members of management, who are assisted by Human Resources representatives.
- The Anti-Money Laundering Executive Steering Group oversees compliance with the provisions of the relevant European Community Money Laundering and related directives as applied to those markets in which FCE operates.

In addition, the EC may from time-to-time appoint working groups or steering committees to address specific business risks and opportunities.

Key governance principles

Accountability and audit

Financial reporting

In the Directors Report the Board seeks to provide a detailed understanding of the business of the Group, together with a balanced and understandable assessment of FCE's position and prospects.

Internal control

Further information on the internal control environment can be found in the 'Audit Committee Report' which commences on page 33.

Going concern

The Directors are confident, on the basis of current financial projections and facilities available, that the Company and FCE have adequate financial resources to continue in operation for the foreseeable future. For this reason, the directors have concluded that there are no material uncertainties that lead to significant doubt upon the entity's ability to continue as a going concern and therefore continue to adopt the going concern basis in preparing the financial statements.

Investor relations

The Company's website provides potential investors with information about the Company, including recent annual and interim financial statements, Basel Pillar 3 disclosures, investor presentations and governance matters.

BY ORDER OF THE BOARD
Todd S Murphy
Chairman, FCE Bank plc.
24 March 2011

FCE Bank plc.
Central Office, Eagle Way, Brentwood, Essex CM13 3AR.
Registered in England and Wales no 772784

Audit Committee report

This report describes the role of the Audit Committee ('AC') and its compliance with the requirements of the Combined Code on Corporate Governance where appropriate for a wholly owned subsidiary.

Terms of reference

The AC's terms of reference, a copy of which can be found on the Company's website, are reviewed at least annually and approved by the Board. They are based on the model terms of reference set out in the Guidance Note produced by the Institute of Chartered Secretaries and Administrators. The terms of reference cover membership and appointment, meetings, duties and responsibilities, authority and a number of other matters. The AC's objectives include assisting the Board in meeting its responsibilities to create an effective system of internal control and compliance, provision of accurate external financial reporting, and assisting management in conducting and reporting effective risk management.

Membership and appointment

There is no limitation on the term of appointment to the AC. During 2010 the AC was chaired by Mr Romer-Lee, and met four times. Membership of the AC exclusively comprises all the NEDs. The quorum for the AC is any two members.

FCE considers that all four current members of the AC are independent for the purposes of the Combined Code. The members bring wide-ranging financial, commercial and management experience to the work of the AC and their biographical details are set out on page 26.

The Board is confident that the collective experience of the AC members enables them, as a group, to act as an effective audit committee. The AC also has access to the financial expertise of the Group and its auditors, internal and external, and can seek further professional advice at the Company's expense if required. The Board considers that the current AC Chairman, in particular, qualifies as having recent and relevant financial experience to bring to the deliberations of the AC as required by the Combined Code on Corporate Governance.

Meetings

The AC meets at least four times a year. With the exception of Ms Bogdanowicz-Bindert, who was unable to attend one meeting, all members attended all meetings.

PricewaterhouseCoopers LLP ('PwC'), FCE's external auditors, and representatives from Ford's General Auditors Office ('GAO') together with the Executive Director Finance and Strategy, the Director Legal Affairs and Company Secretary attend meetings under a standing invitation. The Company Secretary is Secretary to the AC. In addition, the AC often requires other Directors, managers and staff to attend and agree with audit/review actions in response to the

AC enquiries and recommendations. The NEDs also held private meetings with the external auditors during the year. The Committee Chairman reports regularly to the Board on AC's activities and the minutes of the AC meetings are circulated to the Board of Directors.

Work of the Committee

The AC carries out its programme of work in accordance with a calendar of actions at four programmed meetings held each year in March, June, August and November or adjacent months as outlined below. The AC also receives regular reports on significant and unusual events at every meeting. In addition, other significant matters are raised as appropriate and necessary:

- March – Review draft Annual Report and Accounts, management letter and external auditors' report and audit fees, which includes consideration of major judgmental areas, significant adjustments and the appropriateness of the going concern assumption before the statements are approved by the Board.
- June – Review Basel II Capital Requirements Directive/Capital Adequacy planning; annual review of the ICO, incorporating audit review and future plans and progress against its own internal business plan, functional developments and key performance measures; and an annual review from FCE's external auditor including current accounting and financial reporting matters and issues arising and its audit plan and scope.
- August – Review draft Interim Accounts for the first six months of the year and management letter and external auditors' report, which includes consideration of major judgmental areas and significant adjustments before the statements are considered and approved by the Board; and overseeing the process of monitoring compliance and regulatory matters including Anti-Money Laundering through an annual review by FCE's Head of Compliance.
- December – Review Accounting policies and disclosure changes for the next annual accounts including major changes in accounting policies and practices; and consider the annual review of GAO to include overseeing the effectiveness of internal control over reporting and operations and specifically the review of the internal audit charter, update on risk assessment and internal audit reviews and future plans, compliance with auditing standards and progress against its internal audit business plan, functional developments and key performance measures.

For further information in regard to the Basel II Capital Requirements Directive refer to the 'Basel II international capital framework' details on page 15 within the 'Business Review' – 'Regulation' section.

Audit Committee report

Work of the Committee continued

The audit plan and scope for both PwC and the GAO sets out details of the areas to be covered and how the audit is to be conducted. The AC Chairman meets periodically with the external auditors and GAO to discuss progress on the audit and the major points to arise, and has the opportunity to assess the effectiveness of the process. The AC is also able to assess the effectiveness of the auditors and the process through reports made to the Committee by the independent auditors. In addition, prior to each of the AC meetings convened to approve annual and interim financial results, members hold a private meeting with the external auditors.

External auditors, their work and non-audit related services

PwC conducts audits of FCE's financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). PwC provides external audit opinions on FCE's financial statements.

The appointment and re-appointment of the external auditor for the Ford group of companies is reviewed at parent company level. However, in accordance with its current terms of reference, the AC receive annual written confirmation that a review had been undertaken by the Ford Audit Committee of PwC's continued independence, performance, significant relationships and compliance with relevant ethical and professional guidance. In addition, the AC reviews PwC's audit plan, its scope and cost effectiveness and the audit fee. PwC's audit fees for 2010 are outlined in Note 9 'Profit before tax' on page 59 of these financial statements.

To help ensure that the auditors' independence and objectivity are not prejudiced by the provision of non-audit services, the AC has agreed that the external auditors should be excluded from providing management, strategic or Information Technology consultancy services and all other non-audit related services, unless the firm appointed as external auditor is:

- the only provider of the specific expertise/service required; or
- the clear leader in the provision of the service and is able to provide that service on a competitively priced basis.

As auditors, PwC will undertake work that they must or are best placed to complete. This includes tax-related work, formalities related to borrowings, regulatory reports or work in respect of acquisitions and disposals.

General auditors office

Ford's General auditors office (GAO) is fully independent from FCE; its coverage is based on the relative risk assessment of each 'audit entity', which is defined as a collection of processes and systems that are closely related. The GAO's mission is to provide objective assurance and

advisory services to management and the Board of Ford and to the Company's AC in order to improve the efficiency and effectiveness of Company operations and assist the Company in achieving its objectives through systemic and disciplined auditing.

Internal control office

ICO is the department within FCE that delivers control consultancy, audits, process reviews, investigations, due diligence, advice on systems controls and control training across all locations. ICO's experience across operations, accounting, systems and 6-Sigma enables informed operational reviews, audits and sharing of best practice. This ensures a high level of quality is maintained within FCE's processes, customer and dealer services and financial products. The department has created and delivered training in ongoing controls, which includes learning points derived from the audits and reviews. This matches industry leading-edge practices to assist management in early identification of potential control risks which is an essential element of the process to ensure compliance with the US Sarbanes-Oxley Act.

ICO coordinates the Operations Review Programme (ORP), which has been designed, implemented and revised over the last few years to embed the assessment of risk and opportunity across the Group. The ORP provides the means for the management of each location or activity to continually monitor controls within their operation by the performance of regular and appropriate checks and embeds sound governance principles in key processes. The ORP facilitates high levels of control self-assessment as part of good business practice. It also embodies the principles established by the UK's Turnbull Committee on achieving the standards in the Combined Code of Corporate Governance. The ORP was modified for, and provides a key structure in FCE's compliance with the US Sarbanes-Oxley Act. The AC receives routine and regular reports from ICO. Occasionally, in light of significant developments or events, the AC may commission ICO to undertake ad-hoc reviews, or special investigations.

Whistle-blowing procedure

The Company has established a whistle-blowing procedure for the confidential and anonymous submission by employees of concerns regarding accounting, internal controls or auditing matters. A report on any such incidents reported is presented to each Audit Committee meeting, including details of any actions taken to deal with the matters raised. No issues material to FCE were dealt with by the Audit Committee during the reporting year.

BY ORDER OF THE AUDIT COMMITTEE
Alex K Romer-Lee
24 March 2011

Directors' responsibility for Financial Statements

The following statement should be read in conjunction with the Independent Auditors' Report.

The Directors are responsible for preparing the Annual Report and the Group and Company's financial statements.

The Directors are required by law to prepare the Group and Company's financial statements for each financial year in accordance with the Companies Act 2006, International Financial Reporting Standards as adopted by the European Union and as regards to the Group's financial statements, Article 4 of Commission Regulation (EC) Number 1606/2002 (the "IAS Regulation").

The Directors are required to ensure that the Group and Company's financial statements give a true and fair view of the assets, liabilities and financial position of the Group and Company and of the profit or loss of the Group for that period.

In preparing the Group and Company's financial statements for the year ended 31 December 2010, the Directors also are required to:

- select suitable accounting policies and apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- confirm that applicable accounting standards have been followed; and
- confirm that the financial statements have been prepared on the going concern basis.

The Directors confirm that they have complied with the above requirements in preparing the financial statements for the year ended 31 December 2010.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Group and the Company and enable them to ensure that the financial statements comply with the Companies Act 2006 and, as regards the Group financial statements, Article 4 of the IAS Regulation. They are also responsible for safeguarding the assets of the Company and the Group, and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each of the directors, whose names and functions are listed on page 26 confirm that, to the best of their knowledge:

- The group financial statements, which have been prepared in accordance with IFRSs as adopted by the EU, give a true and fair view of the assets, liabilities, financial position and profit of the group; and
- The directors' report includes a fair review of the development and performance of the business and the position of the group, together with a description of the principal risks and uncertainties that it faces.

Disclosure of information to external auditors

Each of the Directors, who is in office at the time when FCE's financial statements are approved, confirms that so far as they are aware, there is no relevant audit information of which the Company's external auditors are unaware and each such director has taken all the steps that he/she ought reasonably be expected to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the Company's external auditors are aware of that information. This information is given and should be interpreted in accordance with the provisions of Section 418 Companies Act 2006.

Website

A copy of the financial statements of the Company will be posted on the FCE web-site (www.fcebank.com). The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the website. The work carried out by the auditors does not involve consideration of these matters and, accordingly, the auditors accept no responsibility for any changes that may have occurred to FCE's financial statements since they were initially presented on the web-site. Legislation in the UK governing preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

External auditors

In accordance with Section 489 Companies Act 2006, a resolution proposing the re-appointment of PricewaterhouseCoopers LLP as external auditors will be submitted to the Annual General Meeting to be held on 19 March 2010.

BY ORDER OF THE BOARD
Robert A Pringle
Company Secretary
24 March 2011

Independent Auditors' Report

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FCE BANK PLC

We have audited the group and parent company financial statements (the "financial statements") of FCE Bank plc for the year ended 31 December 2010 which comprise the Consolidated Income Statement, the Consolidated Statement of Comprehensive Income, the Group and Parent Company Balance Sheets, the Group and Parent Company Statement of Cash Flows, the Group and Parent Company Statement of Changes in Equity and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union and, as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 35, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the group's and company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

The maintenance and integrity of the FCE Bank plc website is the responsibility of the directors; the work carried out by the auditors does not involve consideration of these matters and, accordingly, the auditors accept no responsibility for any changes that may have occurred to the financial statements since they were initially presented on the website.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Opinion on financial statements

In our opinion:

- the financial statements give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2010 and of the group's profit and group's and parent company's cash flows for the year then ended;
- the group financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union;
- the parent company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006 and, as regards the group financial statements, Article 4 of the IAS Regulation.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Craig Stafford (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
24 March 2011

The financial statements continue on the following page

Consolidated statement of comprehensive income

For the year ended 31 December	Notes	Group	
		2010 £ mil	2009 £ mil Restated*
Interest income		£ 893	£ 1,111
Interest expense		(539)	(653)
NET INTEREST INCOME	2	£ 354	£ 458
Fees and commissions income		£ 70	£ 82
Fees and commissions expense		(8)	(14)
NET FEES AND COMMISSIONS INCOME	3	£ 62	£ 68
Other operating income	4	148	132
TOTAL INCOME		£ 564	£ 658
Impairment losses on loans and advances	16	£ (9)	£ (153)
Operating expenses	5	(215)	(205)
Depreciation of property and equipment	19	(100)	(120)
Fair value adjustments to financial instruments	7	34	36
Gain / (loss) on foreign exchange	8	(41)	7
Share of profit of a jointly controlled entity	23	6	-
PROFIT BEFORE TAX	9	£ 239	£ 223
Income tax expense	10	(78)	(57)
PROFIT AFTER TAX AND PROFIT FOR THE FINANCIAL YEAR		£ 161	£ 166
Translation differences on foreign currency net investments		(61)	(154)
Translation differences on foreign currency investments in a jointly controlled entity		2	(3)
TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDING 31 DECEMBER		£ 102	£ 9

* For details of restatement refer to Note 1 'Accounting policies'

The accompanying 'Notes to the Financial Statements' are an integral part of these financial statements.

Balance sheets

As at 31 December	Notes	Company		Group	
		2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
ASSETS					
Cash and advances	11	£ 1,292	£ 1,628	£ 2,094	£ 2,586
Marketable securities	12	223	-	223	-
Derivative financial instruments	13	274	380	276	380
Other assets	14	1,523	639	251	444
Net loans and advances not subject to securitisation		£ 2,571	£ 2,627	£ 2,845	£ 2,878
Net loans and advances subject to securitisation	18	7,973	9,594	7,973	9,594
Total net loans and advances to customers	15	£ 10,544	£ 12,221	£ 10,818	£ 12,472
Property and equipment	19	152	110	153	110
Income taxes receivable	20	51	44	52	44
Deferred tax assets	21	74	83	87	114
Goodwill and other intangible assets	22	161	165	13	17
Investment in a jointly controlled entity	23	-	-	45	41
Investment in group undertakings	24	339	63	-	-
TOTAL ASSETS		£ 14,633	£ 15,333	£ 14,012	£ 16,208
LIABILITIES					
Due to banks and other financial institutions not in respect of securitisation		£ 429	£ 755	£ 549	£ 836
Due to banks and other financial institutions in respect of securitisation	18	1,013	2,179	3,224	5,534
Total due to banks and other financial institutions	25	£ 1,442	£ 2,934	£ 3,773	£ 6,370
Corporate deposits	26	49	22	49	22
Due to parent and related undertakings	27	5,382	4,511	540	709
Derivative financial instruments	13	106	159	158	269
Debt securities in issue not in respect of securitisation		4,187	3,759	4,187	3,759
Debt securities in issue in respect of securitisation	18	-	-	1,872	1,205
Total Debt securities in issue	28	£ 4,187	£ 3,759	£ 6,059	£ 4,964
Other liabilities	29	489	470	506	493
Income taxes payable	20	12	19	12	19
Deferred tax liabilities	21	29	29	30	30
Subordinated loans	30	287	446	287	446
TOTAL LIABILITIES		£ 11,983	£ 12,349	£ 11,414	£ 13,322
SHAREHOLDERS' EQUITY					
Ordinary shares	31	614	614	614	614
Share premium	31	352	352	352	352
Retained earnings		1,684	2,018	1,632	1,920
TOTAL SHAREHOLDERS' EQUITY		£ 2,650	£ 2,984	£ 2,598	£ 2,886
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		£ 14,633	£ 15,333	£ 14,012	£ 16,208

The accompanying 'Notes to the Financial Statements' are an integral part of these financial statements.

The financial statements on pages 35 to 124 were approved by the Board of Directors on 24 March 2011 and were signed on its behalf by:

Todd Murphy
Chairman

Peter R Jepson
Executive Director, Finance & Strategy

Statements of cash flows

STATEMENTS OF CASH FLOW

	Notes	Company		Group	
		2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Cash flows from operating activities					
Cash from operating activities	45	£ 1,254	£ 4,274	£ 1,334	£ 4,149
Interest paid		(520)	(689)	(505)	(686)
Interest received		889	1,127	891	1,130
Income taxes paid		(71)	(120)	(73)	(122)
Net cash from/(used in) operating activities		£ 1,552	£ 4,592	£ 1,647	£ 4,471
Cash flows from investing activities					
Purchase of marketable securities		£ (493)	£ (900)	£ (493)	£ (900)
Proceeds from sale of marketable securities		258	900	261	900
Purchase of property and equipment		(4)	(2)	(5)	(3)
Proceeds from sale of property and equipment		3	3	3	3
Investment in group undertakings		-	114	-	-
Net cash from/(used in) investing activities		£ (236)	£ 115	£ (234)	£ -
Cash flows from financing activities					
Proceeds from debt securities and due to banks and other finance institutions		£ 1,313	£ 2,744	£ 3,689	£ 5,123
Repayments of debt securities and due to banks and other finance institutions		(2,102)	(2,439)	(4,875)	(7,372)
Proceeds of funds provided by parent and related undertakings		103	1,184	103	22
Repayment of funds provided by parent and related undertakings		(398)	(5,154)	(190)	(1,388)
Net increase/(decrease) in short term borrowings		(77)	(623)	(36)	(666)
Net increase/(decrease) in corporate deposits		-	(8)	-	(8)
Net cash inflow/(outflow) on derivative financial instruments		(35)	(157)	(117)	(46)
(Increase) in Central bank deposits and other deposits in support of European Investment Bank loans		(47)	(138)	(47)	(138)
Decrease in Central bank deposits and other deposits in support of European Investment Bank loans		57	235	57	235
Dividends paid		(390)	(85)	(390)	(85)
Net cash from/(used in) financing activities		£ (1,576)	£ (4,441)	£ (1,806)	£ (4,323)
Effect of exchange rate changes on cash and cash equivalents		£ (10)	£ (17)	£ (33)	£ (96)
Net increase/(decrease) in cash and cash equivalents		£ (270)	£ 249	£ (426)	£ 52
Cash and cash equivalents less overdrafts at beginning of period		£ 1,395	£ 1,146	£ 2,352	£ 2,300
Cash and cash equivalents less overdrafts at end of period		£ 1,125	1,395	1,926	2,352

Statements of changes in equity

STATEMENTS OF CHANGES IN EQUITY

Group	Share capital	Share premium	Profit and loss reserve	Translation reserve	Total retained earnings	Total
	£ mil	£ mil	£ mil	£ mil	£ mil	£ mil
Balance at 1 January 2009	£ 614	£ 352	£ 1,392	£ 604	£ 1,996	£ 2,962
Profit for the period	£ -	£ -	£ 166	£ -	£ 166	£ 166
Translation differences	-	-	-	(157)	(157)	(157)
Total comprehensive income for the year ended 31 December 2009	£ -	£ -	£ 166	£ (157)	£ 9	£ 9
Dividend paid	-	£ -	£ (85)	£ -	£ (85)	£ (85)
Balance at 31 December 2009 / 1 January 2010	£ 614	£ 352	£ 1,473	£ 447	£ 1,920	£ 2,886
Profit for the period	£ -	£ -	£ 161	£ -	£ 161	£ 161
Translation differences	-	-	-	(59)	(59)	(59)
Total comprehensive income for the year ended 31 December 2010	£ -	£ -	£ 161	£ (59)	£ 102	£ 102
Dividend Paid	£ -	£ -	£ (390)	£ -	£ (390)	£ (390)
Balance at 31 December 2010	£ 614	£ 352	£ 1,244	£ 388	£ 1,632	£ 2,598

Company	Share capital	Share premium	Profit and loss reserve	Translation reserve	Total retained earnings	Total
	£ mil	£ mil	£ mil	£ mil	£ mil	£ mil
Balance at 1 January 2009	£ 614	£ 352	£ 1,551	£ 573	£ 2,124	£ 3,090
Profit for the period	£ -	£ -	£ 127	£ -	£ 127	£ 127
Translation differences	-	-	-	(148)	(148)	(148)
Total comprehensive income for the year ended 31 December 2009	£ -	£ -	£ 127	£ (148)	£ (21)	£ (21)
Dividend paid	-	£ -	£ (85)	£ -	£ (85)	£ (85)
Balance at 31 December 2009 / 1 January 2010	£ 614	£ 352	£ 1,593	£ 425	£ 2,018	£ 2,984
Profit for the period	£ -	£ -	£ 118	£ -	£ 118	£ 118
Translation differences	-	-	-	(62)	(62)	(62)
Total comprehensive income for the year ended 31 December 2010	£ -	£ -	£ 118	£ (62)	£ 56	£ 56
Dividend Paid	£ -	£ -	£ (390)	£ -	£ (390)	£ (390)
Balance at 31 December 2010	£ 614	£ 352	£ 1,321	£ 363	£ 1,684	£ 2,650

Notes to the consolidated financial statements for the year ended 31 December 2010

Index to the Notes to the Financial Statements

Policy

1 Accounting policies	43
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Income Statement

2 Net interest income	52
3 Net fees and commission income	53
4 Other operating income.....	54
5 Operating expenses	55
6 Transactions with Directors and Officers.....	56
7 Fair value adjustments to financial instruments	57
8 Gain or loss on foreign exchange	58
9 Profit before tax.....	59
10 Income tax expenses	62

Balance Sheet

11 Cash and advances to banks.....	63
12 Marketable securities	64
13 Derivative financial instruments	65
14 Other assets.....	67
15 Loans and advances to customers	68
16 Provision for incurred losses	70
17 Provision for vehicle residual value losses	71
18 Securitisation and related financing	72
19 Property and equipment	74
20 Income taxes receivable and payable.....	76
21 Deferred tax assets and liabilities.....	76
22 Goodwill and other intangible assets.....	78
23 Investment in a jointly controlled entity	79
24 Investments in group undertakings	79
25 Due to banks and other financial institutions	81
26 Corporate deposits.....	82
27 Due to parent and related undertakings.....	83
28 Debt securities in issue	84
29 Other liabilities	85
30 Subordinated loans	86
31 Ordinary shares and share premium.....	87
32 Dividend per share	87
33 Components of capital	88

Off balance sheet information

34 Retirement benefit obligations	90
35 Contingent liabilities.....	95
36 Commitments.....	96
37 Future lease commitments.....	96

Risk

38 Credit Risk	97
39 Vehicle residual values	101
40 Financial market risk	102
40a Currency risk	103
40b Interest rate risk	105
41 Liquidity risk.....	106
42 Financial assets and financial liabilities	111

Other

43 Related party transactions	115
44 Segment reporting	118
45 Notes to statements of cash flows	122
46 FCE and other related party information.....	124
47 Post balance sheet events.....	124

Notes to the consolidated financial statements for the year ended 31 December 2010

1 ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these consolidated financial statements are set out below.

Index to the Accounting Policies

A	Basis of presentation	43	N	Leases	49
B	Group accounts	45	O	Provision for incurred losses.....	49
C	Critical accounting estimates	45	P	Securitisation and related financing.....	50
D	Segment reporting	45	Q	Vehicle residual value provisions.....	50
E	Net interest income.....	46	R	Property and equipment	50
F	Fees and commissions income and expense	46	S	Deferred and current income taxes	50
G	Other operating income	46	T	Joint ventures	51
H	Employee benefits	46	U	Goodwill and other intangible assets	51
I	Cash and cash equivalents.....	47	V	Investments in group undertakings.....	51
J	Financial assets, financial liabilities and offsetting	47	W	Debt	51
K	Derivative financial instruments and hedging.....	48	X	Other liabilities and provisions.....	51
L	Other assets	48	Y	Dividends.....	51
M	Loans and advances to customers	48	Z	Financial guarantees	51

A Basis of Presentation

These consolidated financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) and International Financial Reporting Interpretations Committee (IFRIC) interpretations and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS. The standards applied are those issued by the International Accounting Standards Board and adopted by the European Union. The consolidated financial statements are prepared under a historical cost convention with the exception of certain financial assets and liabilities which are stated at fair value as disclosed under Note 42 'Financial assets and financial liabilities'.

As required by the Companies Act 2006 and Article 4 of the IAS Regulation, FCE files financial statements for both Company and Group accounts respectively:

- 'Company' accounts included within these consolidated financial statements comprises of FCE Bank plc. a UK registered company, and all of its European branches.
- 'Group' accounts include FCE Bank plc. a UK registered company, and all of its European branches and subsidiaries. Refer to Note 24 'Investments in group undertakings' for details of FCE's subsidiaries.

Income statement – As permitted by Section 408 of the Companies Act 2006, a separate income statement has not been presented in respect of the Company. The profit after tax of the Company is reported within the Company disclosures contained in the 'Statements of Changes in Equity'.

Presentation currency - The consolidated financial statements are presented in Sterling. Assets and liabilities of each entity of the Group which are denominated in foreign currencies are translated into Sterling at the exchange rates published at the balance sheet date.

Income statements and cash flows of branches and subsidiaries outside of the UK are translated into the Group's presentational currency at average-period exchange rates. Exchange differences arising from the application of year end rates of exchange to opening net assets of foreign branches and subsidiaries are taken to shareholder's equity, as are those differences resulting from the revaluation of the results of foreign operations from average to year end rates of exchange.

On disposal or liquidation of a foreign entity such exchange rate differences are recognised within the income statement under the caption 'Other operating income' as part of the gain or loss on sale.

Statements of cash flows - FCE has elected to produce an indirect statement of cash flow and as such will show cash flows from operating activities by adjusting profit before tax for non cash items and changes in operating assets and liabilities.

In 2010, FCE has changed its accounting policy on the treatment of cash flows relating to the purchase and sale of vehicles used in operating leases and on the treatment of cash associated with securitisation transactions. For details of these changes and how they impact the financial statements please, refer to Note 45 'Notes to statements of cash flows'.

Notes to the consolidated financial statements for the year ended 31 December 2010

A Basis of presentation continued

There were no new standards were effective for the financial year beginning 1 January 2010 that were subsequently adopted in the consolidated financial statements of FCE.

The following interpretations and amended standards are mandatory for the financial year beginning 1 January 2010 but are either not relevant or do not have a material impact on FCE's consolidated financial statements:

Reference	Standard or Interpretation title	Effective for annual periods beginning on or after
IAS 27	Consolidated and Separated Financial Statements (revised)	1 July 2009
IFRS 3	Business Combinations (revised)	1 July 2009
IFRS 1	Amendment First Time Adoption of IFRSs (revised)	1 July 2009
IAS 39	Amendment Eligible hedged items	1 July 2009
IFRS 1 & IAS 27	Amendment Cost of Investment in Subsidiary, jointly controlled entity	1 July 2009
IFRIC 16	Hedges of a Net Investment in a Foreign Operation	1 July 2009
IFRIC 17	Distributions of non cash assets to owners	1 July 2009
IFRIC 18	Transfer of assets from customers	1 July 2009
IFRS 5	Non-current assets held for sale and discontinued operations	1 July 2009
IFRIC 12	Service concession arrangements	30 March 2009
IFRS 2	Group cash settled share based payment transactions	1 January 2010
IFRS 1	Amendment First Time Adoption for additional exemptions	1 January 2010
IFRIC 15	Agreements for construction of real estate (EU endorsed)	1 January 2010

The following new interpretations, standards and amended standards have been issued but are not effective for annual periods beginning on 1 January 2010, and are either not relevant or are not expected to have a material impact on FCE's consolidated financial statements:

Reference	Standard or Interpretation title	Effective for annual periods beginning on or after
IAS 32	Amendment Financial instruments: Presentation, on classification of rights issues	1 February 2010
IFRS 1	Amendment First Time Adoption on exemption of new fair value disclosures	1 July 2010
IFRIC 19	Extinguishing financial liabilities with equity instruments	1 July 2010
IAS 24	Amendment Related party disclosures	1 January 2011
IFRIC 14 & IAS 19	Amendment Limit on DB asset, minimum funding requirements and their interaction	1 January 2011
IFRS 9	Financial Instruments part 1: Classification and measurement (IFRS 9 introduces new requirements for classifying and measuring financial assets, but is unlikely to materially affect the group's accounting for those assets.)	1 January 2013

Restatement

In 2009, certain amounts relating to depreciation expense adjustments on returned vehicles were previously recorded within the 'Consolidated Statement of Comprehensive income' under 'Other operating income'. Adjustments have been made to correctly represent 'Income from operating leases' within 'Other operating income' and 'Depreciation of property and equipment'.

Impacted by this change are:

- 'Other operating income' as restated amounted to £132 million (previously reported as £122 million);
- Within Note 4 'Other operating income' the value of 'Operating lease income as restated amounted to £130 million (previously £120m);
- 'Depreciation of property and equipment' as restated amounted to £120 million (previously reported as £110 million).

These restatements have no effect on the reported amount of 'Profit before tax' for the year ending 31 December 2009.

Notes to the consolidated financial statements for the year ended 31 December 2010

B Group accounts

(i) Subsidiaries

Subsidiaries are those companies controlled directly or indirectly by the Company i.e. where it has power to govern their financial and operating policies. All subsidiaries of the Company are consolidated in the consolidated financial statements.

Subsidiaries are consolidated from the date on which control is transferred to the Group, and are no longer consolidated from the date that control ceases. The purchase method of accounting is used to account for the acquisition of subsidiaries. The cost of acquisition is measured at the fair value of the assets given up, shares issued or liabilities incurred at the date of acquisition, plus costs directly attributable to the acquisition. The excess of the cost of acquisition over the fair value of the net assets of the subsidiary acquired is recorded as goodwill. See policy U for the accounting policy on goodwill. Inter-company transactions, balances and income and expense on transactions between companies within the Group are eliminated.

The consolidated income statement and balance sheet include the financial statements of the Company and its subsidiary undertakings drawn up to the end of the financial year. The Company's interests in group undertakings in the Company's accounts are stated at cost less any provisions for impairment.

(ii) Branches

In addition to operating in the UK, the Company operates on a branch network in 11 other European countries and the branches are included within the Company's financial statements.

(iii) Special Purpose Entities (SPE's)

The SPEs utilised by the Company and which are listed within Note 24 'Investment in Group Undertakings', conduct their activities solely to meet securitisation requirements of the Company. In accordance with the scope of Interpretation SIC-12 'Consolidation – Special Purpose Entities' and IAS 27 'Consolidated financial statements and accounting for investments in subsidiaries' such entities are consolidated as a subsidiary within the Group balance sheet.

Neither the Company nor its officers, directors or employees holds any equity interests in the SPEs utilised or receive any direct or indirect remuneration from the SPEs. Also such SPEs do not own shares in the Company or shares in any FCE subsidiary or other Ford affiliates.

C Critical accounting estimates

The preparation of financial statements requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Although these estimates are based on management's best knowledge of current events and actions, actual results ultimately may differ from those estimates.

An accounting estimate is considered to be critical if:

- The accounting estimate requires assumptions to be made about matters that were uncertain at the time the accounting estimate was made, and
- Changes in the estimate are reasonably likely to occur from period to period, or use of different estimates that reasonably could have been used in the current period, and
- The accounting estimate could have a material impact on the financial statements within the next financial period.

The accounting estimates that are most important to FCE's business are:

- Provision for incurred losses on loans and advances (refer to Note 16 'Provision for incurred losses') and operating lease assets (refer to Note 19 'Property and equipment'),
- Vehicle residual value provisions and depreciation rates applied for vehicles subject to operating leases (refer to Note 39 'Vehicle residual values').
- Provision for tax uncertainties (refer to Note 20 'Income taxes receivable and payable').

D Segment reporting

Operating segments are the components of an entity that management uses to make decisions about operating matters. These are identified on the basis of the internal reports that are regularly reviewed by the entity's chief operating decision maker in order to allocate resources to the segment and assess performance. An operating segment engages in business activities from which it may earn revenues and incur expenses for which discrete financial information is available.

For the purpose of these financial statements and in accordance with IFRS 8 'Operating segments' FCE's reportable operating segments are based around a business unit structure grouped into the various geographic locations of its operations. All segments representing 10% or more of FCE's revenue, profit before tax or assets are reported as individual reportable segments.

Notes to the consolidated financial statements for the year ended 31 December 2010

D Segment reporting continued

Allocation of costs: The main costs which are required to be allocated between operating segments and the basis of allocation are as follows:

- Central staff costs are analysed by department and type of cost and allocated to the location benefiting from the service. Various allocation methods are used that ensure an equitable allocation between locations of central staff costs.
- In certain of FCE's European branches and subsidiaries funding is obtained by a mixture of local and centrally allocated funding. The costs of central funding, including derivative costs are, where possible, directly allocated to locations where transactions can be specifically identified. The costs of central funding and holding excess liquidity are allocated across locations on an annual basis to ensure an appropriate allotment of funding costs. Operational efficiencies are also obtained by pooling certain funding, and the related financing costs are allocated across locations to ensure an appropriate allotment of funding costs.

Income and expense from the allocation of intra and inter-company transactions are eliminated on consolidation.

E Net interest income

Interest income and expense is recognised in the income statement using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial asset or liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that discounts expected future cash payments or receipts of a financial asset or liability through its expected life to calculate the net carrying amount of a financial asset or liability. The application of this method has the effect of recognising income and expense evenly in proportion to the amount outstanding over the period to maturity or repayment.

Interest supplements and other support payments from related parties (including Ford and affiliated manufacturers) are provided at the time of purchase or origination of eligible contracts from dealers. The income is deferred on the balance sheet under the caption 'Loans and advances to customers' and is recognised in 'Interest income' using the effective interest method, over the expected term of the related receivable.

Certain loan origination fees (income) and costs (expenses) which can be directly associated to the origination of loans and advances to customers are regarded as part of the economic return on the loan and included in the loan's carrying value and deferred. The amount deferred is recognised in net interest income, using the effective interest method, over the expected term of the related receivable.

F Fees and commissions income and expense

Both fees and commission income and expenses are recognised on an accruals basis net of any taxes payable.

Commissions and other bonuses payable to dealers which can be directly associated with the origination of financed receivables are regarded as part of the economic return of the receivables and included as part of the receivable's carrying value. The amount deferred is recognised as a reduction to interest income using the effective interest rate method over the term of the related receivable. Commissions and other bonuses payable which cannot be directly associated with the origination of financed receivables are expensed as incurred.

G Other operating income

Other operating income includes the rentals receivable for vehicles provided under operating leases. Rental income on operating leases is credited to income on a straight-line basis.

H Employee benefits

(i) Retirement benefit obligations

The Company participates in pension schemes that share the risks between entities under common control, and there is no contractual agreement for charging the net defined benefit costs. In such cases the Company recognises a cost equal to contributions payable for the period only and discloses such schemes as 'Accounted for as defined contribution'. Contributions payable by the Company are advised by the principal company which is a related party of FCE. The net liabilities or assets relating to the scheme are not recognised in the balance sheet.

Some of FCE's branches and subsidiaries operate defined benefit pension schemes. Valuations of the pension fund assets and liabilities are completed by a professionally qualified independent actuary. Such valuations include recommendations of future rates of contributions payable into the scheme by the principal company. The funds are valued at least every three years by the actuary. The principal UK fund is valued every two years.

FCE branches that operate defined benefit plans for which Company employees are the only participants recognise the net liability or asset in the balance sheet. Actuarial gains and losses are recognised in profit and loss as they occur, together with contributions payable for the period.

For defined contribution plans, FCE pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. Once the contributions have been paid, FCE has no further payment obligations. The regular contributions constitute net periodic costs for the years in which they are due.

All costs are included within 'Operating expenses'.

Notes to the consolidated financial statements for the year ended 31 December 2010

H Employee benefits continued

(ii) Share-based payments

Under a revised long term incentive programme time-based Restricted Stock Units (RSU) are awarded to directors and employees of FCE. Following a specified restriction period the RSU convert to shares of Ford common stock. The shares carry all associated rights including voting rights and the right to any dividend payments.

Grants awarded vest over a three year service period as follows:

- One year from the date of the agreement 33% of the grant will vest
- Two years from the date of the agreement an additional 33% of the grant will vest
- Three years from the date of the agreement an additional 34% of the grant will vest

The fair value of the employee services received in exchange for the grant of RSU is recognised as an expense and a corresponding increase in 'Other' reserves, which is part of shareholder's equity, over the vesting period.

The total amount to be expensed over the vesting period is determined by reference to the fair value of Ford common stock on the grant date, excluding any non-market vesting conditions. Non-market vesting conditions are taken into account so that the amount expensed is based on the number of shares that eventually vest.

Costs of providing the grant of RSU are charged to FCE by Ford in the year granted and are recognised in 'Other reserves'.

Prior to revision of the long-term incentive programme during 2007 share options which can be exercised over Ford Common Stock, were granted to directors and to employees of FCE. A limited number of share options have been granted since 2007. The options vest and may be exercised in instalments as follows:

- One year from the date of the agreement 33% of the shares may be exercised
- Two years from the date of the agreement an additional 33% of the shares granted may be exercised
- Three years from the date of the agreement an additional 34% of the shares granted may be exercised

The share options are accounted for on a basis consistent with that for RSU as described above.

Share based payments do not have a material impact on the financial statements of the Company or Group.

I Cash and cash equivalents and marketable securities

Cash and cash equivalents comprise of balances which have a maturity at acquisition of 90 days or less including: treasury bills and other eligible bills, amounts due from other banks and petty cash.

Marketable securities comprises of treasury bills and other eligible bills which have a maturity at acquisition of greater than 90 days.

J Financial assets, financial liabilities and offsetting

FCE classifies its financial assets and financial liabilities at inception into the following categories:

• Financial assets at fair value through profit and loss

This category consists of cash and cash equivalents, marketable securities and derivative financial instruments held at fair value with changes in fair value recognised in profit and loss.

Assets in this category are measured at fair value using market rates and industry standard valuation models.

• Loans and receivables

These are non-derivative assets with fixed or determinable payments that are not quoted in an active market as further described in accounting policy M.

• Financial liabilities at fair value through profit and loss

This consists of derivatives which are held at fair value, with changes in fair value recognised in profit and loss.

• Financial liabilities at amortised costs

These include borrowings, Corporate deposits, debt securities in issue and subordinated loans that are initially recognised at fair value. These are subsequently measured at amortised cost using the effective interest method.

Offsetting

Financial assets and liabilities are offset and the net amount reported in the balance sheet if, and only if, there is a current enforceable legal right to set off the recognised amounts and there is an intention to settle on a net basis.

FCE has not classified any financial assets into the available for sale or held to maturity category.

Notes to the consolidated financial statements for the year ended 31 December 2010

K Derivative financial instruments and hedging

Derivatives are measured at fair value. The fair values of derivatives are calculated using market rates and industry standard valuation models. These models project future cash flows and discount the future amounts to a present value using market-based expectations for interest rates, foreign exchange rates and the contractual terms of the derivative instruments.

In certain cases, market data is not available and FCE use management judgment to develop assumptions which are used to determine fair value.

Derivatives are included in assets when the fair value is positive and in liabilities when the fair value is negative.

When a derivative contract is entered into, FCE may designate certain derivatives as a hedge of the fair value of a recognised asset or liability ('fair value' hedge). FCE applies the settlement date of accounting for the purchase or sale of a financial asset.

The fair values of derivative instruments are disclosed in Note 12 'Derivative financial instruments'.

Hedge accounting

Hedge accounting is applied for derivatives only when the following criteria are met:

- a) formal documentation of the hedging instrument, hedged item, hedge objective, strategy and relationship is prepared at or before inception of the hedge transaction;
- b) the hedge is documented showing that it is expected to be highly effective in offsetting the risk in the hedged item throughout the reporting period; and
- c) the hedge is highly effective on an ongoing basis, as measured by re-performance of effectiveness testing on a minimum quarterly basis.

Fair value hedge accounting

Changes in the fair value of derivatives that qualify and are designated as fair value hedges are recorded in the income statement, together with changes in the fair value of the hedged item that are attributable to the hedged risk under the caption 'Fair value adjustments to financial instruments'.

When a derivative is de-designated from a fair value hedge relationship, or when the derivative in a fair value hedge relationship is terminated before maturity, the fair value adjustment to the hedged item continues to be reported as part of the basis of the item and is amortised to the income statement over its remaining life.

Derivatives not qualifying for hedge accounting

Certain derivative transactions (referred to as non-designated in Note 13 'Derivative financial instruments'), while providing effective economic hedges under the Group's risk management policies either do not qualify for hedge accounting under the specific rules in IAS 39 'Financial instruments, recognition and measurement' or FCE elects not to apply hedge accounting. These derivatives are held at fair value and fair value gains and losses are reported in the income statement under the caption 'Fair value adjustments to financial instruments'.

L Other assets

The carrying value of 'Other assets' is stated at cost less any provision for impairment. Vehicles returned to FCE from operating lease, retail and finance leases which are awaiting resale are carried at the net book value after adjusting for any residual value provisions. Vehicles consigned to dealers on consignment financing arrangements are disclosed in Note 14 'Other assets'.

Gains and losses on disposals of Operating lease vehicles are included in the income statement under the caption depreciation expense and for vehicles returned from retail and finance lease contracts under 'Interest income'.

M Loans and advances to customers

Loans and advances to customers including finance lease receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and which are not classified as available for sale. Loans and advances to customers are initially recognised at fair value including direct and incremental transaction fees (including interest supplements and other support payments from related parties) and costs. They are subsequently valued at amortised cost, using the effective interest rate method – refer to accounting policy E 'Net interest income'.

Notes to the consolidated financial statements for the year ended 31 December 2010

N Leases

(i) Where FCE is the lessor:

Finance leases – Assets purchased by customers under conditional sale agreements and leased under finance leases are included in 'Loans and advances to customer' at the gross amount receivable, less unearned finance charges. Finance income is recognised over the lease term using the net investment method so as to reflect a constant periodic rate of return in proportion to the net investment in the contract.

Operating leases – Assets leased to customers under operating leases are included in 'Property and equipment'. Income recognised in the income statement is described in accounting policy G.

ii) Where FCE is the lessee:

The leases entered into by FCE are all operating leases. Operating lease rental expense is charged to the income statement within 'Operating expense' on a straight line basis over the period of the lease.

When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place.

O Provision for incurred losses

A provision for incurred losses is established when FCE considers the credit-worthiness of an individual borrower or lessee has deteriorated such that the recovery of the whole or part of an outstanding advance or group of loan assets is in doubt. The criteria that FCE uses to determine that there is objective evidence that an impairment loss has occurred include:

- Delinquency in contractual payments of principal or interest (and at no later than 120 days past due);
- Cash flow difficulties experienced by the borrower (for example, equity ratio, net income percentage of sales);
- Breach of loan covenants or conditions;
- Initiation of bankruptcy proceedings;
- Deterioration of the borrower's competitive position;
- Deterioration in the value of collateral.

The provision takes into consideration the financial condition of the borrower or lessee, the value of the collateral, recourse to guarantors and other factors. Loan assets with similar credit characteristics are grouped together and evaluated for impairment on a collective basis.

Following the impairment of a retail financing contract the carrying value of the loan (both 'Gross' and 'Net' as reported in Note 15 'Loans and advances to customers') is reduced to reflect the average vehicle recovery value. The average vehicle recovery value is calculated by multiplying the expected sale proceeds of the vehicle by historical vehicle recovery percentages. Following vehicle recovery and prior to vehicle resale, the carrying value of the loan is eliminated and the vehicle is recorded in 'Other Assets' at the estimated realisable value net of disposal costs. Any further recoveries for contracts previously charged off as uncollectible are written back to 'provision for incurred losses' on loans and advances to customers.'

At the point a wholesale loan is considered doubtful the carrying value of the loan is reduced by the use of a specific impairment allowance for the estimated uncollectible amount. If a loan is considered doubtful for an extended period, (and at no later than 120 days), the specific impairment allowance is released and the carrying value of the loan is reduced to reflect the estimated collectable amount.

A provision for incurred losses is made against loans and advances and operating lease assets to cover bad and doubtful debts which have been incurred and not separately identified, but which are known from experience to be present in portfolios of loans and advances and operating leases. The provision is determined based on a number of factors including historical loss trends, the credit quality of the present portfolio and general economic factors. Provisions for incurred losses relating to operating lease assets are presented as an adjustment to accumulated depreciation.

Provision for incurred losses is deducted from loans and advances to customers and property and equipment and is included in the income statement under the caption 'Impairment losses on loans and advances' and 'Depreciation of property and equipment' respectively. The provision for incurred losses comprises the brought forward balance at the beginning of the period plus the income statement charge as referred to above less 'Net losses' and includes exchange adjustments relating to foreign currency translation. 'Net losses' comprises of loans that have been written off when there is no realistic prospect of recovery, less any subsequent recoveries of bad debts which had previously been written off.

Retail and wholesale loans whose terms have been renegotiated in the normal course of business and for which no objective evidence of impairment loss has occurred are not considered as past due or impaired.

Notes to the consolidated financial statements for the year ended 31 December 2010

P Securitisation and related financing

The Company has entered into financing arrangements with lenders in order to finance loans and advances to customers. Such receivables have typically been sold for legal purposes to consolidated Special Purpose Entities (SPEs). As the Company is not fully isolated from the risks and benefits of securitisation transactions, the requirements of IAS 39 'Financial instruments, recognition and measurement' have been followed. As required by IAS 39 the Company continues to recognise the carrying value of the transferred assets and a liability is recognised, net of retained interests, for the proceeds of the funding transaction.

Certain transaction costs which can be directly associated to securitisation debt issuance are deferred – refer to accounting policy W 'Debt'.

Q Vehicle residual value provisions

Residual values represent the estimated value of the vehicle at the end of the retail or leasing financing plan. Residual values are calculated after analysing published residual values and FCE's own historical experience in the used vehicle market.

Residual value provisions and accumulated depreciation on vehicles subject to operating leases are based on assumptions as to the used car prices at the end of the financing plan and the number of vehicles that will be returned. Vehicle residual value provisions are reviewed at least quarterly and are accounted for as an adjustment to the carrying value of the assets. The amount of any impairment to residual values is accounted for as supplemental depreciation for operating leases and as a deduction from 'Loans and advances to customers' for retail and finance lease contracts. These assumptions and the related reserves may change based on market conditions - refer to accounting policy C 'Critical accounting estimates'.

Changes to residual value provisions for retail and finance lease contracts are included in the income statement under the caption 'Interest income' and for operating leases within 'Depreciation of property and equipment'.

R Property and equipment

All property and equipment is stated at historical cost less accumulated depreciation. Depreciation is calculated on a straight line method to write down the cost of such assets to their residual values at the following rates:

Asset type	Annual Depreciation Rate
Computer equipment	10.00%
Other office equipment	8.00%
Company motor vehicles	25.00%

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount. Gains and losses on disposal of property and equipment are determined by reference to their carrying amount and are included in 'Operating expenses' in the income statement.

Operating lease assets over which FCE has entered into operating lease agreements as the lessor are included in Property and equipment. Depreciation is charged on Operating Lease assets over the period of the lease to its estimated residual value on a straight line basis.

The depreciation policy for leased vehicles (including vehicles subject to operating leases) is reviewed on a regular basis taking into consideration various assumptions, such as expected residual values at lease termination and the estimated number of vehicles that will be returned. Adjustments to reflect revised estimates of expected residual values at the end of the lease terms are recorded on a straight-line basis. Upon return of the vehicle, depreciation expense is adjusted for the difference between net book value and expected resale value and the vehicle is transferred to 'Other assets'.

S Deferred and current income taxes

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Deferred tax is determined using tax rates and laws that have been substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Income tax payable on profits is based on the applicable tax law in each company's jurisdiction and is calculated at rates of tax substantially enacted at the balance sheet date. Income tax payable is recognised as an expense in the period in which the profits arise. The tax effects of income tax losses available for carry forward are recognised as an asset when it is probable that future taxable profits will be available which these losses can be utilised against.

Notes to the consolidated financial statements for the year ended 31 December 2010

T Joint ventures

Joint ventures (JV's) are those entities over whose activities FCE has joint control, established by contractual agreement. Interest in JV's are classified as jointly controlled entities and accounted for using the equity method of accounting. Under the equity method of accounting, the investment is initially recorded at cost and is subsequently adjusted to reflect the FCE's share of the net profit or loss of the JV within the income statement under the caption 'Share of profit in a jointly controlled entity'.

U Goodwill and other intangible assets

(i) Goodwill represents the excess of the cost of an acquisition over the fair value of the Company's share of the net assets of the acquired subsidiary at the date of acquisition. At each balance sheet date goodwill is tested for impairment and carried at cost less accumulated impairment losses. Goodwill is allocated to cash-generating units for the purpose of impairment testing.

(ii) Other intangible assets relate to computer software development costs. Such costs typically are expensed as incurred. Costs that are directly associated with identifiable and unique software products controlled by FCE and which are anticipated to generate future economic benefits exceeding costs are recognised as intangible assets. Direct costs include staff costs of the software development team.

Expenditure which significantly enhances or extends the performance of computer software programmes beyond their original specifications is recognised as capital improvements and added to the original costs of the software. Computer software development costs recognised as assets are amortised using a straight line method over their useful lives of three or eight years for PC/network and mainframe applications respectively. Other intangible assets are carried at cost less accumulated amortisation and any impairment charges. Impairment is tested at each reporting date. The amortisation of intangible assets is recorded within the income statement within other operating expenses.

V Investments in group undertakings

The Company's interest in group undertakings are stated at cost less any provisions for impairment.

W Debt

Debt, which primarily comprises of amounts due to banks and other financial institutions, corporate deposits, debt securities in issue and subordinated loans, is initially stated at fair value net of transaction costs incurred. Foreign currency debt obligations as other foreign currency assets and liabilities are translated into sterling at the exchange rates ruling at the balance sheet and gains and losses are recorded within the income statement under the caption 'Loss on foreign exchange'.

Debt not designated as part of a hedging relationship is subsequently stated at amortised cost and any differences between net proceeds and the redemption value is recognised in the income statement over the life of the underlying debt.

Debt that is designated as part of a fair value hedging relationship is adjusted to reflect changes in fair value attributable to the risk being hedged and the gains and losses are recognised in the income statement within the same caption as the associated hedge, which is 'fair value adjustments to financial instruments'.

Certain transaction costs which can be directly associated to securitisation debt issuance are deferred. For retail and wholesale securitisation transactions, deferred costs are amortised to 'interest expense' over the term of the related debt using the effective interest method. Transaction costs which cannot be directly associated to securitisation debt issuance are expensed to 'Operating expenses'.

X Other liabilities and provisions

Provisions are recognised when FCE has a present and legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

Provision is made for the anticipated cost of restructuring including employee separation costs, when an obligation exists. An obligation exists when FCE has a detailed formal plan for restructuring an operation and has raised valid expectations in those affected by the restructuring by starting to implement the plan or announcing its main features.

Contingent liabilities are possible obligations whose existence will be confirmed only by uncertain future events or present obligations where the transfer of economic benefit is not probable or cannot be reliably measured. Contingent liabilities are not recognised but are disclosed unless they are remote.

Y Dividends

Dividends declared but not paid are included within the balance sheet under the caption 'amounts due to parent and related undertakings' if all of the following criteria are met: (i) proposal by the directors, (ii) if a final dividend then approval at the Annual General Meeting and (iii) approval by the FSA, at which point the dividends become formally declared. Dividends declared following the balance sheet date are disclosed as a non-adjusting post balance sheet event.

Z Financial guarantees

Financial guarantee contracts are contracts that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due, in accordance with the terms of a debt instrument. Financial guarantees are initially recognised in the balance sheet at fair value.

Notes to the consolidated financial statements for the year ended 31 December 2010

2 NET INTEREST INCOME

Interest earned on most retail loans and advances is generally fixed at the time the contracts are originated. On some loan and advances, primarily wholesale financing, FCE charges interest at a floating rate that varies with changes in short-term interest rates.

For the year ended 31 December	Notes	Group	
		2010 £ mil	2009 £ mil
Interest income			
Interest income from loans and advances to external parties		£ 419	£ 610
Interest income from related parties	43	464	468
Interest income adjustment relating to residual values	17	4	18
Cash and short term deposit income from external parties and other miscellaneous income		6	15
Total interest income		£ 893	£ 1,111
Interest expense			
Interest expense to external parties		£ (502)	£ (543)
Interest expense to related parties	43	(37)	(110)
Total interest expense		£ (539)	£ (653)
Net interest income		£ 354	£ 458

'Interest income from loans and advances to external parties' includes revenue from 'retail', 'wholesale' and 'other' product segments excluding income from operating lease vehicles which is reported within Note 4 'Other operating income'.

'Interest income from related parties' primarily relates to wholesale receivables income with entities that are reported as consolidated entities of Ford and include both wholly and partially Ford owned dealers.

'Interest income adjustment relating to residual values' relates to changes in the value of vehicle residual provisions on retail and finance lease contracts that impact the effective interest rate. For further information see Note 17 'Provision for vehicle residual value losses'.

'Cash and short term deposit income from external parties and other miscellaneous income' mainly relates to interest income from short term investments held as additional liquidity in excess of immediate funding requirements.

'Interest expense to external parties' includes expense relating to securitisation, local bank borrowings, public debt offering and corporate deposits.

'Interest expense to related parties' includes expense related to liabilities included within the caption 'Total unsubordinated debt' within Note 27 'Due to parent and related undertakings' and Note 30 'Subordinated loans'.

Notes to the consolidated financial statements for the year ended 31 December 2010

3 NET FEES AND COMMISSION INCOME

For the year ended 31 December		Group	
		2010 £ mil	2009 £ mil
Fees and commission income			
	Note		
Finance related and other fee income		£ 38	£ 40
Insurance sales commission income		30	40
Commission income adjustment (provision)/release	9	2	2
Total fee and commission income		£ 70	£ 82
Fees and commission expense			
Finance related and other fee expense		£ (5)	£ (11)
Commission and incentive expense		(3)	(3)
Total fees and commission expense		£ (8)	£ (14)
Net fee and commission income		£ 62	£ 68

'Finance related and other fee income' relates to other fees received which cannot be directly associated with the origination of the finance receivables. This includes commission income received by FCE for the provision of marketing and sales of commercial operating leases ('Full Service Leasing' or 'FSL'), to a non-affiliated business partner. The preferred third party business partner in each market is responsible for financing, maintenance, repair services and the resale of vehicles at the end of the lease period.

'Insurance sales commission income' primarily relates to Ford branded insurance products offered throughout Europe. These insurance products, which are mainly vehicle insurance related and payment protection plans, are underwritten by non-affiliated local insurance companies from which FCE receives fee income, but the underwriting risk remains with the third-party insurance companies.

'Fee and commission expense' includes commissions and other bonuses payable to dealers which cannot be directly associated with the origination of the finance receivables.

'Commission income adjustment (provision)/release' relates to an exceptional item. For details of exceptional items, see Note 9 'Profit before tax'.

Notes to the consolidated financial statements for the year ended 31 December 2010

4 OTHER OPERATING INCOME

Other operating income includes rentals received for operating lease vehicles to leased commercial customers including leasing companies, daily rental companies and fleet customers and other miscellaneous income. For operating leases the financing margin equals rentals received as

recorded in 'Other operating income' less depreciation expense as recorded within Note 19 'Property and equipment' and the cost of borrowed funds as recorded within the caption 'Interest expense' within Note 2 'Net interest income'.

For the year ended 31 December	Note	Group	
		2010 £ mil	2009 £ mil Restated*
Income from operating leases		£ 139	£ 130
Residual value risk loss sharing arrangement with third parties		-	(14)
Other income		4	7
Total other operating income excluding exceptional items		£ 143	£ 123
Total exceptional operating income	9	5	9
Other operating income		£ 148	£ 132

* For details of restatement refer to Note 1 'Accounting policies'

For details on exceptional items, see Note 9 'Profit before tax'

Notes to the consolidated financial statements for the year ended 31 December 2010

5 OPERATING EXPENSES

For the year ended 31 December	Notes	Group	
		2010 £ mil	2009 £ mil
Staff costs:			
Wages and salaries		£ 103	£ 110
Social security contributions		13	14
Retirement benefits	34	12	15
Total staff costs		£ 128	£ 139
Other expenses:			
Software amortisation	22	£ 4	£ 4
Administrative expenses		54	49
Operating lease rental expense		6	11
Other expenses		1	3
Total other expenses		£ 65	£ 67
Total operating expenses excluding exceptional items		£ 193	£ 206
Total exceptional operating expenses	9	22	(1)
Total operating expenses		£ 215	£ 205
Number of employees			
Average number of permanent employees during the year		1,863	2,056

Included within 'Administrative expenses' are amounts paid to Ford and its related companies for services received which are detailed within Note 43 'Related party transactions'.

For details of Exceptional items, see Note 9 'Profit before tax'.

Notes to the consolidated financial statements for the year ended 31 December 2010

6 TRANSACTIONS WITH DIRECTORS AND OFFICERS

FCE's Directors and Officers, and persons connected with them, are also considered to be related parties for disclosure purposes. Officers are defined as those persons who are members of FCE's Executive Committee who are not also statutory Directors of the Company (for more information on the Executive Committee please refer to 'Governance - Committees of the Board' on page 30).

Loans: In the ordinary course of business the Company makes loans available to certain management grade employees, Officers and Directors under a management car loan plan. (Non-Executive Directors are not entitled to participate in this arrangement). Certain Directors and Officers of the Company (including connected persons) have

been granted loans to finance the purchase of a maximum of two vehicles from Ford Motor Company Limited (FMCL). The individual pays the Company only the interest on the loan which is set at a commercial rate. These payments are paid monthly as incurred and no interest was outstanding at year-end. The terms of the loans are not intended to last for longer than twelve months. When the loans mature the employee may settle the loan directly with FCE or the vehicles are returned to FCE.

Details of transactions, outstanding balances at the beginning and end of periods, maximum amount outstanding and related income and expense in the period are as follows:

Company	2010			2009		
	Directors £000's	Officers £000's	Total £000's	Directors £000's	Officers £000's	Total £000's
Loans						
Loans outstanding at 1 January	£ 109	£ 180	£ 289	£ 111	£ 223	£ 334
Loans issued in the year	185	413	598	218	530	748
Loan repayments during the year	(213)	(437)	(650)	(220)	(573)	(793)
Loans outstanding at 31 December	£ 81	£ 156	£ 237	£ 109	£ 180	£ 289
Maximum loans in period	£ 100	£ 167	£ 267	£ 111	£ 262	£ 373
Revenue						
Interest Revenue from loans	£ 11	£ 19	£ 30	£ 14	£ 28	£ 42
Remuneration payments						
Salaries/other short-term benefits	£ 1,318	£ 1,125	£ 2,443	£ 963	£ 1,328	£ 2,291
Post-employment benefits	161	194	355	143	220	363
Share based payments	671	94	765	294	42	336
Total remuneration payments	£ 2,150	£ 1,413	£ 3,563	£ 1,400	£ 1,590	£ 2,990

Salaries/other short-term benefits: There were no termination payments made in 2010. Officers are the eight (2009: nine) members of the Executive Committee who are not Directors of the Company. The full list of present Directors and details on the Committees of the Board are displayed on page 26 and from page 30 respectively.

Remuneration payments: Aggregate emoluments for the highest paid Director were £354,740 (2009: £233,817).

The highest paid Director in 2010 was a member of the Ford (US) General Retirement Plan (GRP) and comparison between the two pension schemes could be misleading due to their different features and structures. The GRP is a defined benefit plan and does not allow for an accrued lump sum. No employer contributions or annual interest payment were made to the GRP in 2010 for the highest paid director. The projected accrued annual benefit at age 65 for the highest paid director in 2010 was £1,138.80.

The highest paid Director in 2009 was a member of the FMCL Pension Scheme for Senior Staff. The projected accrued annual benefit at age 65 for the highest paid Director at 31 December 2009 was £94,059. Employer contributions made to the pension of the highest paid Director during 2009 totalled £36,124. The pension scheme allows for some of the accrued annual pension benefit to be commuted to a lump sum payment on retirement. The maximum projected lump sum available at age 65 for the highest paid Director in 2009 was £361,581 together with a reduced pension of £54,237.

Post-employment benefits: Retirement benefits are accruing to four current Directors and seven Officers (2009: five Directors and nine Officers) under various Ford defined benefit schemes.

Share-based payments: During the financial year ended 31 December 2010 the highest paid Director exercised options held over Ford Common Stock. Shares were receivable under a Long Term incentive scheme by the highest paid director in 2010.

Notes to the consolidated financial statements for the year ended 31 December 2010

7 FAIR VALUE ADJUSTMENTS TO FINANCIAL INSTRUMENTS

The following table analyses by type of contract the fair value adjustments recognised in the income statement within the captions 'Fair value adjustments to financial instruments'.

For the year ended 31 December	Group	
	2010 £ mil	2009 £ mil
Net gains recognised in the income statement - prior to tax and excluding gain / (loss) on foreign exchange as detailed in Note 8		
Designated fair value hedges		
Ineffectiveness on interest rate hedges	£ 5	£ 7
Total designated fair value hedges	£ 5	£ 7
Non-designated derivatives		
Interest rate swaps	£ (6)	£ 20
Cross currency interest rate swaps	26	10
Foreign exchange forwards	9	(1)
Total non-designated derivatives	£ 29	£ 29
Total net gains recognised in the income statement	£ 34	£ 36

All derivatives are entered into by FCE for the purpose of matching or minimising risk. For further information on derivative usage, policies and controls refer to Note 40 'Financial market risk'.

The gain of £5 million (2009: gain £7 million) for fair value hedges comprises of the losses on the hedging instruments in 2010 of £17 million (2009: gain £6 million) and gains on the hedged items attributable to the hedged risk of £22 million (2009: gain £1 million). Included in the gains/losses on hedged items attributable to hedged risk is £6 million carrying value adjustments related to late term hedges. Such adjustments arise on hedging relationships designated later than the hedged items inception.

The fair value adjustments for foreign exchange derivatives are offset by the gain on foreign exchange as explained in Note 8 'Gain or loss on foreign exchange'. For interest rate risk management, FCE uses interest rate swaps to match the repricing characteristics of its receivables to its debt. FCE currently holds more pay-floating swaps. Consequently the overall fair value of interest rate swaps has increased in 2010 as a result of falling forward interest rates.

Derivatives are measured at fair value using market rates and industry standard valuation models.

Notes to the consolidated financial statements for the year ended 31 December 2010

8 GAIN OR LOSS ON FOREIGN EXCHANGE

The following table analyses the gains and losses recognised in the income statement within the captions 'Gain/(loss) on foreign exchange' arising primarily from the revaluation of foreign currency assets and liabilities into sterling at exchange rates ruling at the balance sheet date.

For the year ended 31 December	Group	
	2010 £ mil	2009 £ mil
Foreign currency debt obligations	£ (41)	£ 8
Other foreign currency assets and liabilities	-	(1)
Total gain/(loss) on foreign exchange	£ (41)	£ 7

To meet funding objectives, FCE borrows in a variety of currencies. FCE's exposure to currency exchange rates occurs if a mismatch exists between the currency of the receivables and the currency of the debt funding those receivables.

Wherever possible, FCE funds receivables with debt in the same currency, minimising exposure to exchange rate movements. When a different currency is used, foreign currency derivatives are executed to convert foreign currency debt obligations to the local country currency of the receivables and reduce the exposure to movements in foreign exchange rates

Consequently the loss on 'foreign currency debt obligations' of £41 million (2009: £8 million gain) are largely offset by fair value gain on foreign exchange derivatives as detailed in Note 7 'Fair value adjustments to financial instruments'.

Refer to Note 40 'Financial Market Risk' for further information on FCE's use of derivatives.

Notes to the consolidated financial statements for the year ended 31 December 2010

9 PROFIT BEFORE TAX

Profit before tax includes certain exceptional items. Exceptional items are those significant items which by virtue of their size or incidence are separately disclosed to aid the interpretation of performance compared to the prior year. Exceptional items have resulted in reduced profits of £18 million in 2010 (2009: £19 million).

		Group	
For the year ended 31 December		2010	2009
Exceptional items		£ mil	£ mil
Profit before tax (PBT) is stated after crediting/(charging):			
	Notes		
Fees and commissions income			
Commission income adjustment (provision)/release		£ 2	£ 2
Total exceptional fees and commissions income		£ 2	£ 2
Other operating income			
Claims made under certain guarantee arrangements		£ -	£ 6
UK VAT claims and associated interest		-	3
Volvo insurance commission payment		5	-
Total exceptional operating income		£ 5	£ 9
Impairment losses on loans and advances to customers			
Spanish rental car business		(4)	(31)
Release of VAT reserve		£ 1	£ -
Total exceptional impairment losses on loans and advances to customers		£ (3)	£ (31)
Operating expenses			
Voluntary pension contribution		£ (11)	£ -
Restructuring costs		(13)	(17)
Release of tax reserves		-	8
Release of litigation reserve		-	8
VAT recovery on service fees		2	2
Total exceptional operating expenses		£ (22)	£ 1
Total exceptional items		£ (18)	£ (19)

'Commission income adjustment (provision)/release resulted in a £2 million gain in 2010 (2009: £2 million). Following review of a potential VAT liability on motor insurance commission in 2007, the Company charged the income statement, reflecting certain risks which at that time were judged to be probable. Following further review in 2010 £2 million of such reserves have been released. There are further potential liabilities which are judged to be less probable which have been disclosed within Note 35 'Contingent liabilities'.

'Volvo insurance commission payment' relates to a one-time payment received by the Company relating to the transfer by FCE to Volvo of the right to receive future commission payments.

'Spanish rental car business' relates to the updated loss assessment of a liquidating car rental portfolio in Spain, where continuing actions are being taken to recover amounts due.

'Release of VAT reserve' relates to a release of reserves for additional VAT payable on sold vehicles which had previously been re-possessed.

'Voluntary pension contribution' relates to a discrete payment made in support of the pension scheme operated by Ford of Britain in which the Company's UK employees participate. The benefit obligation and plan assets are the benefits and obligations of the respective pension schemes. FCE's policy for funded pension plans is to contribute annually, at a minimum, amounts required by applicable laws and regulations. From time to time, FCE makes contributions beyond those legally required. Refer to Note 34 'Retirement benefit obligations' for further information.

'VAT recovery on service fees' relates to VAT paid in 1999 and 2000 on central service fees and originally charged to operating expenses. Following conclusion of an appeal process this VAT has now been recovered.

Notes to the consolidated financial statements for the year ended 31 December 2010

9 PROFIT BEFORE TAX continued

'Restructuring costs' – The Company announced various business structure improvements and adjustments for which a voluntary separation programme was offered. The costs associated with the restructuring actions primarily related to employee separations and were charged to 'Operating expenses'. Such adjustments included actions to align operating costs to the reducing business size. Refer to the 'Performance Summary' section for further details.

For the year ended 31 December	Company/Group	
	2010 £ mil	2009 £ mil
Restruing provision detailed below		
Germany	£ (3)	£ (5)
Spain	(6)	-
UK	(2)	(11)
Belgium	(1)	-
France	(1)	(1)
Total exceptional items	£ (13)	£ (17)

Depreciation

The analysis of depreciation included within 'Profit before tax' is as follows:

For the year ended 31 December	Notes	Group	
		2010 £ mil	2009 £ mil
Depreciation			Restated*
Operating lease vehicles		£ 99	£ 119
Company vehicles and office equipment and leasehold improvements		1	1
Total depreciation	19	£ 100	£ 120

See Note 1 'Accounting policies' for details of restated figures.

Notes to the consolidated financial statements for the year ended 31 December 2010

9 PROFIT BEFORE TAX continued

Auditor remuneration

During the year FCE obtained the following services from the group's auditors as detailed below:

For the year ended 31 December	Company		Group	
	2010 £ 000's	2009 £ 000's	2010 £ 000's	2009 £ 000's
Nature of services:				
Audit Services				
Audit of parent company and consolidated accounts	£ 1,067	£ 1,049	£ 1,067	£ 1,049
Audit of subsidiaries and SPE's pursuant to legislation	-	-	385	397
Total audit services	£ 1,067	£ 1,049	£ 1,452	£ 1,446
Non audit services				
Other services	93	288	185	288
Tax services	220	112	249	136
Total fees	£ 1,380	£ 1,449	£ 1,886	£ 1,870

Definition of nature of services:

- 'Audit of parent company and consolidated accounts' relates to the audit of the annual financial statements of the Company and the Group and review of the Interim Financial Statements.
- 'Audit of subsidiaries and SPE's pursuant to legislation' relates to the audit of the annual financial statements of the Company's subsidiaries and Special Purpose Entities.
- 'Other services' relates mainly to securitisation and debt offerings and assistance provided concerning financial accounting and reporting standards.
- 'Tax services' – relates to tax compliance and planning support.

Further explanatory information:

Included in the 'Audit Committee Report' within the 'Governance' section under the caption 'External auditors, their work and non-audit related services' are details of the audit arrangements with PricewaterhouseCoopers LLP (PwC).

Included in 'Other services' and 'Tax services' is £88,250 (2009: £62,900) paid by the Company to the UK firm of PwC.

Pre-approval policies and procedures

The Ford Audit Committee has established approval policies and procedures that govern the engagement of PwC. The services provided by PwC are pre-approved in accordance with Ford's policies and procedures and also by the Company's Audit Committee.

Notes to the consolidated financial statements for the year ended 31 December 2010

10 Income tax expense

The charge for taxation on the profit for the year is as follows:

For the year ended 31 December	Group	
	2010 £ mil	2009 £ mil
Current tax:		
UK Corporation tax of 28%	£ 45	£ 46
Overseas taxation	25	37
Relief of overseas taxation	(21)	(15)
Adjustment to prior year corporation tax	6	(9)
Income tax expense current	£ 55	£ 59
Deferred tax:		
Current year	£ 26	£ (3)
Prior year	(3)	1
Income tax expense deferred	£ 23	£ (2)
Income tax expense	£ 78	£ 57

The factors affecting the tax charge for the period are explained below

For the year ended 31 December	Group	
	2010 £ mil	2009 £ mil Restated*
Profit before tax	£ 239	£ 223
Profit multiplied by standard rate of UK Corporation tax of 28%	£ 67	£ 63
Effects of:		
Foreign taxes higher/(lower) than UK taxes	£ 3	£ 2
Prior year current and deferred tax	3	(8)
UK tax rate changes for deferred tax	1	-
Deferred tax not recognised	3	2
Expenses/(income) not deductible/(taxable)	1	(2)
Income tax expenses	£ 78	£ 57

Restatement

In 2009, certain amounts relating to 'Income not taxable' were included within 'Foreign taxes higher/(lower) than UK tax rate'. Adjustments have been made to correctly explain the factors affecting the tax charge for the period.

- 'Foreign taxes higher/(lower) than UK tax rate' as restated amounted to £2 million (previously reported as nil);
- 'Expenses/(income) not deductible/(taxable)' as restated amounted to £(2) million (previously reported as nil);

This restatement has no effect on the reported amount of 'Income tax expenses' for the year ending 31 December 2009.

Notes to the consolidated financial statements for the year ended 31 December 2010

11 CASH AND ADVANCES

Cash and highly liquid investments with a maturity of 90 days or less at date of purchase are included within this note under the caption 'Cash and cash equivalents'. The net book value of cash and advances to banks approximates fair value due to the short maturities of these investments.

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Cash in bank	£ 444	£ 348	£ 471	£ 378
Cash in transit	5	2	5	2
Cash equivalents	596	916	604	916
Cash and cash equivalents	£ 1,045	£ 1,266	£ 1,080	£ 1,296
Other bank deposits	£ 61	£ 92	£ 313	£ 434
Collateralised deposits	19	90	533	675
Cash associated with securitisation transactions	£ 80	£ 182	£ 846	£ 1,109
Total cash and cash equivalents	£ 1,125	£ 1,448	£ 1,926	£ 2,405
Deposits in support of EIB loans	£ 90	£ 129	£ 90	£ 129
Central bank deposits	77	51	78	52
Other deposits	£ 167	£ 180	£ 168	£ 181
Total cash and advances	£ 1,292	£ 1,628	£ 2,094	£ 2,586
Analysis of cash and advances:				
Operational cash	£ 279	£ 285	£ 306	£ 314
Cash and cash equivalents held centrally	761	979	761	979
Other cash and advances	252	364	1,027	1,292
Total cash and advances	£ 1,292	£ 1,628	£ 2,094	£ 2,586
Current	£ 1,151	£ 1,448	£ 1,952	£ 2,405
Non current	141	180	142	181
Total	£ 1,292	£ 1,628	£ 2,094	£ 2,586

The following balances at the year end which are included in 'Cash and advances' are not available for use in FCE's day to day operations:

- 'Deposits in support of EIB loans' represent deposits made by the Company in regard to European Investment Bank loans. For further details refer to Note 25 'Due to banks and other financial institutions'.
- 'Central bank deposits' represent balances with the Bank of England and other Central banks in Europe which FCE is required to maintain.

'Cash associated with securitisation transactions' includes both amounts retained in the Company and balances held by and available to consolidated SPEs.

'Operational cash' represents cash held in the Company's branches and subsidiaries to facilitate day to day operation of the business.

'Cash and cash equivalents held centrally' represents cash and investments held as additional liquidity in excess of immediate funding requirements. This forms part of FCE's liquidity sources. Refer to the Capital and Funding section of the Directors report for further details of FCE's liquidity.

Notes to the consolidated financial statements for the year ended 31 December 2010

12 MARKETABLE SECURITIES

Investment securities with a maturity date greater than 90 days at the date of the security's acquisition are classified as marketable securities. Marketable securities are recorded at fair value with unrealised gains and losses recorded to profit and loss. For further information on fair value measurement refer to Note 42 'Financial assets and financial liabilities'.

FCE marketable securities primarily consist of highly rated government debt purchased as a source of liquidity in excess of immediate funding requirements. For the purposes of liquidity risk analysis, investments considered highly liquid by nature are considered by FCE to be available as an on demand source of liquidity ahead of contractual maturity. Refer to the Capital and Funding section of the Directors report for further details of FCE's liquidity.

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Euro bills	£ 223	£ -	£ 223	£ -
Total debt securities held at fair value	£ 223	£ -	£ 223	£ -
Current	£ 223	£ -	£ 223	£ -
Non current	-	-	-	-
Total	£ 223	£ -	£ 223	£ -

Notes to the consolidated financial statements for the year ended 31 December 2010

13 DERIVATIVE FINANCIAL INSTRUMENTS

The following tables analyse the derivative financial instruments by type of contract, giving the underlying notional amount and estimated fair value. The fair values reported below are included in both assets and liabilities sections of the balance sheet within the caption 'Derivative financial instruments'.

As at 31 December Company	2010			2009		
	Notional Amount £ mil	Fair Values		Notional Amount £ mil	Fair Value	
		Assets £ mil	Liabilities £ mil		Assets £ mil	Liabilities £ mil
Designated as fair value hedges						
Interest rate swaps	£ 1,224	£ 62	£ 4	£ 700	£ 77	£ -
Total designated as fair value hedges	£ 1,224	£ 62	£ 4	£ 700	£ 77	£ -
Non-designated derivatives						
Interest rate swaps	£ 6,388	£ 185	£ 26	£ 7,294	£ 274	£ 65
Cross currency interest rate swaps	481	16	76	686	28	89
Foreign exchange forwards	1,179	11	-	568	1	5
Total non-designated derivatives	£ 8,048	£ 212	£ 102	£ 8,548	£ 303	£ 159
Total derivatives	£ 9,272	£ 274	£ 106	£ 9,248	£ 380	£ 159
Current		£ 56	£ 84		£ 19	£ 56
Non current		218	22		361	103
Total		£ 274	£ 106		£ 380	£ 159

The notional amounts of the derivative financial instruments do not necessarily represent amounts exchanged by the parties and, therefore, are not a direct measure of the exposure to financial risks. The amounts exchanged are calculated by reference to the notional amounts and by other terms of the derivatives, such as interest rates or foreign currency exchange rates.

All derivatives entered into by FCE are for the purpose of matching or minimising risk from potential movements in foreign exchange rates and interest rates inherent in FCE's financial assets and liabilities.

For further information in regard to derivative usage, policies and controls refer to Note 40 'Financial market risk'.

For information on counterparty credit risk management relating to derivatives, refer to Note 38 'Credit Risk'.

Notes to the consolidated financial statements for the year ended 31 December 2010

13 DERIVATIVE FINANCIAL INSTRUMENTS continued

As at 31 December Group	2010			2009		
	Notional Amount £ mil	Fair Values		Notional Amount £ mil	Fair Value	
		Assets £ mil	Liabilities £ mil		Assets £ mil	Liabilities £ mil
Designated as fair value hedges						
Interest rate swaps	£ 1,224	£ 62	£ 4	£ 700	£ 77	£ -
Total designated as fair value hedges	£ 1,224	£ 62	£ 4	£ 700	£ 77	£ -
Non-designated derivatives						
Interest rate swaps	£ 8,598	£ 187	£ 78	£ 10,368	£ 274	£ 175
Cross currency interest rate swaps	481	16	76	686	28	89
Foreign exchange forwards	1,179	11	-	568	1	5
Total non-designated derivatives	£ 10,258	£ 214	£ 154	£ 11,622	£ 303	£ 269
Total derivatives	£ 11,482	£ 276	£ 158	£ 12,322	£ 380	£ 269
Current		£ 56	£ 85		£ 19	£ 56
Non current		220	73		361	213
Total		£ 276	£ 158		£ 380	£ 269

Notes to the consolidated financial statements for the year ended 31 December 2010

14 OTHER ASSETS

Other assets at 31 December were as follows:

As at 31 December	Notes	Company		Group	
		2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Accounts receivable					
Related parties	43	£ 72	£ 114	£ 73	£ 116
External		99	185	100	187
Subsidiary undertakings	43	887	110	-	-
Sub-total accounts receivable		£ 1,058	£ 409	£ 173	£ 303
Loans receivable					
Related parties	43	£ -	£ -	£ -	£ -
Subsidiary undertakings	43	£ 380	£ 78	£ -	£ -
Sub-total loans receivable		£ 380	£ 78	£ -	£ -
Vehicles awaiting resale		66	122	66	122
Prepayments and accrued income		12	19	5	8
Prepaid taxes and related interest		7	11	7	11
Total other assets		£ 1,523	£ 639	£ 251	£ 444
Current		£ 1,523	£ 638	£ 251	£ 443
Non current		-	1	-	1
Total other assets		£ 1,523	£ 639	£ 251	£ 444

'Accounts receivable – related parties' includes balances generated in the ordinary course of business. Refer to Note 43 'Related party transactions' for further details.

'Vehicles awaiting resale' relates to returned and re-possessed vehicles from operating leases and retail finance and lease contracts and are reported at the net book value after adjusting for any residual value provisions

Notes to the consolidated financial statements for the year ended 31 December 2010

15 LOANS AND ADVANCES TO CUSTOMERS

Loans and advances to customers as at 31 December were as follows:

As at 31 December	Notes	Company		Group	
		2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Finance receivables					
Retail excluding finance lease		£ 5,639	£ 6,880	£ 5,713	£ 6,949
Finance lease		1,012	1,547	1,038	1,590
Wholesale		4,561	4,724	4,738	4,863
Other		30	36	30	36
Gross loans and advances to customers		£ 11,242	£ 13,187	£ 11,519	£ 13,438
Unearned finance income		£ (436)	£ (614)	£ (439)	£ (615)
Provision for incurred losses	16	(82)	(116)	(82)	(116)
Provision for vehicle residual value losses	17	(7)	(14)	(7)	(14)
Interest supplements from related parties		(192)	(258)	(193)	(258)
Net deferred loan origination costs / (fees)		19	36	20	37
Net loans and advances to customers		£ 10,544	£ 12,221	£ 10,818	£ 12,472
Current		£ 6,986	£ 7,421	£ 7,207	£ 7,630
Non current		3,558	4,800	3,611	4,842
Net loans and advances to customers		£ 10,544	£ 12,221	£ 10,818	£ 12,472
Analysis of net loans and advances:					
Retail		£ 5,964	£ 7,474	£ 6,061	£ 7,586
Wholesale		4,550	4,711	4,727	4,850
Other		30	36	30	36
Net loans and advances to customers		£ 10,544	£ 12,221	£ 10,818	£ 12,472
Net loans not subject to securitisation		£ 2,571	£ 2,627	£ 2,845	£ 2,878
Net loans subject to securitisation	18	7,973	9,594	7,973	9,594
Net loans and advances to customers		£ 10,544	£ 12,221	£ 10,818	£ 12,472
Percentage analysis of loans and advances					
Percentage of net retail financing loans		57%	61%	56%	61%
Percentage of net wholesale/ other financing loans		43%	39%	44%	39%
Percentage of gross loans subject to securitisation		73%	76%	72%	75%
Percentage of gross loans not subject to securitisation		27%	24%	28%	25%

'Retail' includes retail finance and lease contracts, introduced through a Dealer to individual consumers, sole traders and businesses. Such contracts are primarily fixed-rate, retail finance and lease contracts which generally require customers to pay equal monthly payments over the life of the contracts.

'Wholesale' primarily represents receivables originated to finance new and used vehicles held in dealer's inventory and generally require dealers to pay a floating rate. Wholesale receivables include receivables from dealerships that are either partially or wholly owned by Ford.

'Other' includes loans due to dealers for working capital and property improvements.

In a portion of loans subject to securitisation, FCE holds a senior retained interest to provide greater flexibility in the use of its committed securitisation capacity. Refer to the Capital and Funding section of the Directors report for further details.

Notes to the consolidated financial statements for the year ended 31 December 2010

15 LOANS AND ADVANCES TO CUSTOMERS continued

Loans and advances to customers include the following finance lease receivables:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Gross finance lease receivables				
Within 1 year	£ 425	£ 586	£ 438	£ 607
After 1 year and within 5 years	586	958	599	980
After 5 years	1	3	1	3
Total gross finance lease receivables	£ 1,012	£ 1,547	£ 1,038	£ 1,590
Unearned finance income on finance leases	£ (80)	£ (130)	£ (80)	£ (130)
Provision for incurred losses on finance leases	(8)	(14)	(8)	(14)
Provision for finance lease vehicle residual value losses	(4)	(2)	(4)	(2)
Unearned interest supplements from related parties on finance leases	(10)	(16)	(10)	(16)
Net deferred finance lease origination costs / (fees)	3	3	3	3
Net investment in finance leases	£ 913	£ 1,388	£ 939	£ 1,431
Within 1 year	£ 370	£ 498	£ 381	£ 519
After 1 year and within 5 years	542	887	557	909
After 5 years	1	3	1	3
Total net investment in finance leases	£ 913	£ 1,388	£ 939	£ 1,431

The cost of assets acquired for use under finance leases amounted to £2,793 million (2009: £1,503 million) for the Group and £2,732 million (2009: £1,503 million) for the Company. For details of vehicle residual values refer to Note 39 'Vehicle residual values'.

Notes to the consolidated financial statements for the year ended 31 December 2010

16 PROVISION FOR INCURRED LOSSES

	Notes	Company			Group		
		Retail £ mil	Wholesale £ mil	Total £ mil	Retail £ mil	Wholesale £ mil	Total £ mil
Balance at 1 January 2009		£ 104	£ 26	£ 130	£ 104	£ 26	£ 130
Impairment losses charged to income statement		£ 127	£ 26	£ 153	£ 127	£ 26	£ 153
Deductions							
- Losses written-off		(137)	(43)	(180)	(138)	(43)	(181)
- Exceptional items	9	(31)	-	(31)	(31)	-	(31)
- Recoveries		47	6	53	48	6	54
Net losses		£ (121)	£ (37)	£ (158)	£ (121)	£ (37)	£ (158)
Other:							
- Exchange adjustments		(7)	(2)	(9)	(7)	(2)	(9)
Balance at 31 December 2009 / 1 January 2010		£ 103	£ 13	£ 116	£ 103	£ 13	£ 116
Impairment losses charged to income statement		£ 11	£ (2)	£ 9	£ 11	£ (2)	£ 9
Deductions							
- Losses written-off		(80)	(2)	(82)	(80)	(2)	(82)
- Exceptional items	9	(4)	1	(3)	(4)	1	(3)
- Recoveries		43	2	45	43	2	45
Net losses		£ (41)	£ 1	£ (40)	£ (41)	£ 1	£ (40)
Other:							
- Exchange adjustments		(2)	(1)	(3)	(2)	(1)	(3)
Balance at 31 December 2010 / 1 January 2011		£ 71	£ 11	£ 82	£ 71	£ 11	£ 82
Analysis of provision for incurred losses:							
- Collective impairment allowance		£ 103	£ 11	£ 114	£ 103	£ 11	£ 114
- Specific impairment allowance			2	2		2	2
Balance at 31 December 2009 / 1 January 2010		£ 103	£ 13	£ 116	£ 103	£ 13	£ 116
- Collective impairment allowance		£ 71	£ 10	£ 81	£ 71	£ 10	£ 81
- Specific impairment allowance		-	1	1	-	1	1
Balance at 31 December 2010 / 1 January 2011		£ 71	£ 11	£ 82	£ 71	£ 11	£ 82

For details of Exceptional items, see Note 9 'Profit before tax'.

Notes to the consolidated financial statements for the year ended 31 December 2010

17 PROVISION FOR VEHICLE RESIDUAL VALUE LOSSES

The movement in the provision for vehicle residual values for the years ended 31 December 2009 and 31 December 2010 is as follows:

	Notes	Company			Group		
		Retail £ mil	Operating Lease £ mil	Total £ mil	Retail £ mil	Operating Lease £ mil	Total £ mil
Balance at 1 January 2009		£ 49	£ 10	£ 59	£ 49	£ 10	£ 59
Residual value losses charged/ (credited) to income statement		(18)	6	(12)	(18)	6	(12)
Deductions							
- Residual value gains/(losses) incurred in the period		(16)	(10)	(26)	(16)	(10)	(26)
Other:							
- Exchange adjustments		(1)	(1)	(2)	(1)	(1)	(2)
Balance at 31 December 2009 / 1 January 2010	15	£ 14	£ 5	£ 19	£ 14	£ 5	£ 19
Residual value losses charged/ (credited) to income statement		(4)	(17)	(21)	(4)	(17)	(21)
Deductions							
- Residual value gains/(losses) incurred in the period		(6)	18	12	(6)	18	12
Other:							
- Reclassification to vehicle residual value provision		5	-	5	5	-	5
- Exchange adjustments		(2)	-	(2)	(2)	-	(2)
Balance at 31 December 2010 / 1 January 2011	15	£ 7	£ 6	£ 13	£ 7	£ 6	£ 13

Changes to residual value provisions for retail and finance lease contracts are included in the income statement under the caption 'Interest income' and for operating leases within 'Depreciation of property and equipment'.

'Reclassification to vehicle residual value provision' represents a reclassification of impaired residual values previously reported within gross wholesale loans and advances to customers.

'Residual value losses charged/(credited) to income statement' and 'Residual value gains/(losses) incurred in the period' as reported above includes amounts reclaimable from third parties under vehicle residual value loss sharing arrangements.

Notes to the consolidated financial statements for the year ended 31 December 2010

18 SECURITISATION AND RELATED FINANCING

FCE's funding sources include securitisation programs as well as other committed factoring transactions that generally include the transfer of loans and advances through a variety of programs and structures.

The table below summarises the balances relating to the Company's securitisation transactions which includes committed factoring programs and other secured financing. The difference between 'Loans and advances subject to securitisation' and 'Related Debt' reflects the Company's retained interests, not including cash associated with the securitisation transactions.

Group	Note	Wholesale		Retail		Total		Total
		Public £ mil	Private £ mil	Public £ mil	Private £ mil	Public £ mil	Private £ mil	
As at 31 December 2010								
Loans and advances subject to securitisation	15	£ -	£ 3,591	£ 2,250	£ 2,132	£ 2,250	£ 5,723	£ 7,973
Due to banks and other financial institutions	25	£ -	£ 1,910	£ -	£ 1,314		£ 3,224	£ 3,224
Debt securities in issue	28	-	-	1,872	-	1,872	-	1,872
Related Debt		£ -	£ 1,910	£ 1,872	£ 1,314	£ 1,872	£ 3,224	£ 5,096
As at 31 December 2009								
Loans and advances subject to securitisation	15	£ -	£ 3,689	£ 3,134	£ 2,771	£ 3,134	£ 6,460	£ 9,594
Due to banks and other financial institutions	25	£ -	£ 2,298	£ 1,082	£ 2,154	£ 1,082	£ 4,452	£ 5,534
Debt securities in issue	28	-	-	1,205	-	1,205	-	1,205
Related Debt		£ -	£ 2,298	£ 2,287	£ 2,154	£ 2,287	£ 4,452	£ 6,739

Cash available to support the obligations of the SPEs as at 31 December 2010 of £846 million (31 December 2009: £1,109 million) is included within FCE's balance sheet under the caption 'Cash and advances'.

During 2010, FCE repaid all ECB funding relating to retained rated notes with the majority of previously retained rated notes now placed with traditional public term securitisation investors. At 31 December 2010, the outstanding balance of funding from the ECB relating to retained notes was zero (2009: £1,082 million).

Retained interests

The Company retains junior interests in most of its securitisation transactions. The Company also holds senior retained interests in several of its programs to provide greater flexibility in the use of its committed securitisation capacity. Under these programs, funding counterparties are legally obligated, at FCE's option, to make advances under asset-backed securities, thereby reducing FCE's senior interest and generating funding proceeds. Refer to the Capital and Funding section of the Directors report for further details.

The Company retains credit risk in securitisation transactions through its junior retained interests which provide various forms of credit enhancements. These include over-collateralisation, segregated cash reserve funds, subordinated securities, and excess spread. The Company holds the right to any surplus cash flows generated by these junior retained interests. The Company's ability to realise the value of its retained interests depends on the actual credit losses and the prepayment rate on the securitised assets.

Notes to the consolidated financial statements for the year ended 31 December 2010

18 SECURITISATION AND RELATED FINANCING continued

Continuing obligations

The Company generally has no obligation to repurchase or replace any securitised asset that subsequently becomes delinquent in payment or otherwise is in default. Generally securitisation investors have no recourse to the Company or the Company's other assets for credit losses on the securitised assets and have no right to require the Company to repurchase their investments. The Company does not guarantee any asset-backed securities and has no obligation to provide liquidity or make monetary contributions or contributions of additional assets to the SPEs either due to

the performance of the securitised assets or the credit rating of the Company's short-term or long-term debt. However, as the seller and servicer of the securitised assets, the Company is expected to provide support to securitisation transactions, which are customary in the securitisation industry. These obligations include indemnifications, repurchase obligations on assets that do not meet eligibility criteria or that have been materially modified, the mandatory sale of additional assets in flat revolving transactions, and, in some cases, servicer advances of certain amounts.

Transaction structures

The Company utilises both amortising and revolving structures, and in all cases programs provide for matched funding of the receivables, with securitisation debt having a maturity profile similar to the related receivables. The majority of its programs also include a contractual commitment to fund existing and future receivables subject to conditions described more fully below.

In amortising structures, which involve the sale of a static pool of assets, the associated funding is repaid only through the liquidation of the securitised receivables and therefore its maturity profile is similar to the related assets. In revolving structures, the Company may continue to sell new eligible assets originated over an agreed period of time called the revolving period, and obtain funding from the transaction investors. In the event that a contractual commitment is not renewed at the end of the revolving period, all receivables securitised at the point of non-renewal remain funded, and the related debt is repaid as the receivables liquidate.

Within revolving structures the Company uses both flat and variable funding structures. In flat revolving structures, during the revolving period new assets are sold into the transaction to maintain a constant level of funding. In variable funding structures, utilisation levels are at the discretion of FCE.

At 31 December 2010, the Company had entered into one flat revolving structure of £431 million (£990 million in 31 December 2009), with a revolving period ending in January 2011. Variable funding structures at 31 December 2010 totalled £4,880 million of committed capacity (£4,600 million at 31 December 2009) of which £1,945 matures during 2011 and the balance having various maturity dates between

March and November 2012. At 31 December 2010, £2,758 million (£3,046 million at 31 December 2009) of the variable funding committed capacity was utilised.

Revolving structure capacity	
£ bil	
Balance at 1 January 2010	£ 5.6
Committed capacity maturing	(4.9)
Committed capacity renewed and added	4.7
Exchange adjustments	(0.1)
Balance at 31 December 2010	£ 5.3
Variable funding committed capacity	£ 4.9
Flat revolving capacity	0.4
Balance at 31 December 2010	£ 5.3

Of the £4.7 billion committed capacity renewed and added, £3.0 billion included committed revolving periods of 18 months or more.

Revolving transactions each contain certain features that could prevent the Company from selling additional pools of assets, and cause any existing funding to amortise. These include, among others, insolvency of FCE or Ford, credit losses or delinquency levels on the pool of retail assets exceeding specified limits, payment rates on the wholesale assets falling below agreed thresholds, the Company failing to add the required amount of additional assets into flat revolving structures, and credit enhancements not maintained at required levels. None of these securitisation transactions included cross default provisions.

Notes to the consolidated financial statements for the year ended 31 December 2010

19 PROPERTY AND EQUIPMENT

Property and equipment at 31 December were as follows:

	Company				Total	Group			
	Leasehold improve- ments £ mil	Office Equip- ment £ mil	Motor Vehicles £ mil			Leasehold improve- ments £ mil	Office Equip- ment £ mil	Motor Vehicles £ mil	Total £ mil
Cost									
At 1 January 2009	£ 3	£ 13	£ 213	£ 229	£ 3	£ 14	£ 350	£ 367	
Additions	-	-	406	406	-	-	405	405	
Disposals	-	(3)	(481)	(484)	-	(3)	(481)	(484)	
Lease reclassification	-	-	-	-	-	-	(137)	(137)	
Translation adjustment	-	(1)	3	2	-	(1)	3	2	
At 31 December 2009 / 1 January 2010	£ 3	£ 9	£ 141	£ 153	£ 3	£ 10	£ 140	£ 153	
Additions	-	1	461	462	-	1	461	462	
Disposals	(1)	(1)	(412)	(414)	(1)	(1)	(411)	(413)	
Lease reclassification	-	-	-	-	-	-	-	-	
Translation adjustment	-	-	(4)	(4)	-	-	(4)	(4)	
At 31 December 2010	£ 2	£ 9	£ 186	£ 197	£ 2	£ 10	£ 186	£ 198	
Depreciation									
At 1 January 2009	£ 2	£ 13	£ 39	£ 54	£ 3	£ 13	£ 107	£ 123	
Charge for the year*	-	-	120	120	-	-	120	120	
Adjustment on returned vehicles*	-	-	(10)	(10)	-	-	(10)	(10)	
Disposals	-	(3)	(115)	(118)	-	(3)	(116)	(119)	
Lease reclassification	-	-	-	-	-	-	(68)	(68)	
Translation adjustment	-	(1)	(2)	(3)	-	(1)	(2)	(3)	
At 31 December 2009 / 1 January 2010	£ 2	£ 9	£ 32	£ 43	£ 3	£ 9	£ 31	£ 43	
Charge for the year	-	-	100	100	-	-	100	100	
Adjustment on returned vehicles	-	-	18	18	-	-	18	18	
Disposals	(1)	(1)	(114)	(116)	(1)	(1)	(114)	(116)	
Lease reclassification	-	-	-	-	-	-	-	-	
Translation adjustment	-	-	-	-	-	-	-	-	
At 31 December 2010	£ 1	£ 8	£ 36	£ 45	£ 2	£ 8	£ 35	£ 45	
Net book value at 31 December 2009	£ 1	£ -	£ 109	£ 110	£ -	£ 1	£ 109	£ 110	
Net book value at 31 December 2010	£ 1	£ 1	£ 150	£ 152	£ -	£ 2	£ 151	£ 153	

* For details of restatement refer to Note 1 'Accounting policies'

Notes to the consolidated financial statements for the year ended 31 December 2010

19 PROPERTY AND EQUIPMENT continued

Analysis of property and equipment is as follows:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil Restated*	2010 £ mil	2009 £ mil Restated*
Analysis of property and equipment				
Current	£ 147	£ 107	£ 148	£ 107
Non current	5	3	5	3
Total	152	110	153	110

Restatement

In 2009, certain amounts relating to 'Current' were included within 'Non current'. Adjustments have been made to correctly analyse the balance of property and equipment for the period.

- 'Current' as restated amounted to £107 million (previously reported as £22 million);

- 'Non current' as restated amounted to £3 million (previously reported as £88 million);

This restatement has no effect on the reported amount of 'Property and equipment' for the year ending 31 December 2009.

Motor vehicles include vehicles held for use under operating leases as follows:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Operating Leases				
Cost	£ 183	£ 137	£ 183	£ 137
Accumulated depreciation	(35)	(31)	(35)	(31)
At 31 December	148	106	148	106

Accumulated depreciation expense on vehicles subject to operating leases is recorded on a straight-line basis in the income statement within the captions 'Depreciation of property and equipment' in an amount necessary to reduce the leased vehicle to its estimated residual value at the end of the lease term. Adjustments to reflect revised estimates of expected residual values at the end of the lease terms are recorded prospectively on a straight-line basis. Upon disposal of the vehicle, the difference between net book value and actual proceeds is recorded as an adjustment to depreciation expense.

All assets are valued on the historical cost basis. Included in depreciation above are allowances for impairment losses for bad and doubtful debts and residual value provisions for operating lease assets of £1 million (2009: £1 million) for the Group and £1 million (2009: £1 million) for the Company. For details of vehicle residual values included in property and equipment refer to Note 39 'Vehicle residual values'.

Notes to the consolidated financial statements for the year ended 31 December 2010

20 INCOME TAXES RECEIVABLE AND PAYABLE

The provision for income taxes receivable and payable for the years ended 31 December was estimated as follows:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
UK taxation	£ -	£ -	£ -	£ -
Overseas taxation	51	44	52	44
Income taxes receivable	£ 51	44	£ 52	£ 44
UK taxation	£ 11	£ 14	£ 11	£ 14
Overseas taxation	1	5	1	5
Income taxes payable	£ 12	£ 19	£ 12	£ 19
Net income taxes receivable / (payable)	39	25	40	25
Current	£ 39	£ 25	£ 40	£ 25
Non current	-	-	-	-
Total	£ 39	£ 25	£ 40	£ 25

21 DEFERRED TAX ASSETS AND LIABILITIES

Movements on the deferred tax assets and liabilities accounts are as follows:

	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
At 1 January asset	£ 54	£ 44	£ 84	£ 91
Income statement (charge)/credit	(6)	16	(23)	2
Foreign currency translation adjustment	(3)	(6)	(4)	(9)
As 31 December asset	£ 45	£ 54	£ 57	£ 84

Notes to the consolidated financial statements for the year ended 31 December 2010

21 DEFERRED TAX ASSETS AND LIABILITIES continued

Deferred income tax assets and liabilities are attributable to the following items:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil Restated*	2010 £ mil	2009 £ mil Restated*
Deferred income tax asset				
Accelerated tax depreciation	£ 22	£ 27	£ 22	£ 27
Tax losses	29	-	29	-
Loss reserves and other temporary differences	23	56	36	87
Deferred income tax asset	£ 74	£ 83	£ 87	£ 114
Deferred income tax liability				
Accelerated tax depreciation	£ (32)	£ (34)	£ (32)	£ (35)
Tax losses	6	6	6	6
Loss reserves and other temporary differences	(3)	(1)	(4)	(1)
Deferred income tax liability	£ (29)	£ (29)	£ (30)	£ (30)
As 31 December asset	£ 45	£ 54	£ 57	£ 84

Deferred tax assets and liabilities are netted on the balance sheet where such balances relate to the same tax authority. All deferred tax assets and liabilities in the balance sheet are classed as non current items.

The deferred tax charge in the income statement is comprised of the following temporary differences:

	Company		Group	
	2010 £ mil	2009 £ mil Restated*	2010 £ mil	2009 £ mil Restated*
Accelerated tax depreciation	£ (2)	£ 2	£ (2)	£ 1
Tax losses, loss reserves and other temporary differences	(4)	14	(21)	1
Income statement (charge)/credit	£ (6)	£ 16	£ (23)	£ 2

Deferred income tax assets are recognised for tax loss carry-forwards only to the extent that realisation of the related tax benefit is probable. At 31 December 2010, the Company's Irish branch has £1 million (2009: £7 million) of unused tax losses for which no deferred tax asset is recognised.

A number of changes to the UK Corporation tax system were announced in the June 2010 Budget Statement. The Finance (No 2) Act 2010, which was substantively enacted on 20 July 2010, includes legislation reducing the main rate of corporation tax from 28 per cent to 27 per cent from 1 April 2011. As this change in rate was substantively enacted prior to 31 December 2010, it has been reflected in the deferred tax asset at 31 December 2010.

The March 2011 Budget Statement included a proposed amendment to reduce the main rate of corporation tax from 28% to 26% from 1 April 2011. Further reductions to the main rate are proposed to reduce the rate by 1 per cent per annum to 23 per cent by 1 April 2014. These subsequent proposed changes to the main rate had not been substantively enacted at the balance sheet date and, therefore, are not included in these financial statements. The estimated financial effect of these changes is not significant.

Restatement

In 2009, certain amounts relating to 'Accelerated tax depreciation' within 'Deferred income tax liabilities' were included within 'Loss reserves and other temporary differences'. Adjustments have been made to correctly analyse the balance of deferred tax for the period.

- Within the deferred tax analysis for the Company, 'Accelerated tax depreciation' as restated amounted to £(34) million (previously reported as £2 million); and for the Group, 'Accelerated tax depreciation' as restated amounted to £(35) million (previously reported as £3 million);
- Within the deferred tax charge for the Company, 'Accelerated tax depreciation' as restated amounted to £2 million (previously reported as £6 million); and for the Group, 'Accelerated tax depreciation' as restated amounted to £1 million (previously reported as £6 million);

These restatements have no effect on the reported amount of 'Deferred tax liabilities' or the deferred tax charge for the year ending 31 December 2009.

Notes to the consolidated financial statements for the year ended 31 December 2010

22 GOODWILL AND OTHER INTANGIBLE ASSETS

Goodwill and other intangible assets at 31 December were as follows:

	Company			Total	Group			Total
	Goodwill	Software			Software	Software		
		Internally Generated	Externally Acquired			Internally Generated	Externally Acquired	
	£ mil	£ mil	£ mil	£ mil	£ mil	£ mil	£ mil	
Cost								
At 1 January 2009	£ 212	£ 22	£ 21	£ 255	£ 22	£ 21	£ 43	
Additions	-	4	-	4	4	-	4	
Disposals	-	(2)	(1)	(3)	(2)	(1)	(3)	
At 31 December 2009 / 1 January 2010	£ 212	£ 24	£ 20	£ 256	£ 24	£ 20	£ 44	
Disposals	-	(1)	(4)	(5)	(1)	(4)	(5)	
Translation adjustment	-	-	-	-	-	-	-	
At 31 December 2010	£ 212	£ 23	£ 16	£ 251	£ 23	£ 16	£ 39	
Accumulated amortisation and impairment								
At 1 January 2009	£ (64)	£ (10)	£ (13)	£ (87)	£ (10)	£ (13)	£ (23)	
Amortisation charge for the year	-	(2)	(2)	(4)	(2)	(2)	(4)	
At 31 December 2009 / 1 January 2010	£ (64)	£ (12)	£ (15)	£ (91)	£ (12)	£ (15)	£ (27)	
Amortisation charge for the year	-	(2)	(2)	(4)	(2)	(2)	(4)	
Disposals	-	-	5	5	-	5	5	
At 31 December 2010	£ (64)	£ (14)	£ (12)	£ (90)	£ (14)	£ (12)	£ (26)	
Net book value at 31 December 2009	£ 148	£ 12	£ 5	£ 165	£ 12	£ 5	£ 17	
Net book value at 31 December 2010	£ 148	£ 9	£ 4	£ 161	£ 9	£ 4	£ 13	

'Other intangible assets' relate entirely to computer software development costs which are anticipated to generate future economic benefits to FCE. Software development costs are amortised to the income statement within 'Operating expenses' over the estimated useful life of the system as specified in Accounting Policy U item (ii) 'Other intangible assets'.

Goodwill recognised in the Company relates to the net assets of Ford Bank Germany, a former fully owned subsidiary. The Cash Generating Unit (CGU) now forms part of the Company's Germany segment.

An impairment review of the CGU is conducted annually on the basis of value in use using cash flow projections based on the Company's five year business plan forecasts and a discount rate indicative of recent pricing experienced by FCE in the market.

Key assumptions within the five year business plan forecasts include:

- Automotive industry sales, Ford's share of those sales and FCE's new contracts as a percentage of those sales,
- Market borrowing rates,
- Credit loss and vehicle residual value performance.

These assumptions are based on historical experience and expectations of future changes in the market. Beyond the five year business plan period, the estimated growth rate used is based on local inflationary expectations.

Notes to the consolidated financial statements for the year ended 31 December 2010

23 INVESTMENT IN A JOINTLY CONTROLLED ENTITY

FCE's joint venture Forso is a regulated Swedish company with branch operations in Denmark and Norway and a subsidiary located in Finland. It is 50% less one share owned by Saracen Holdco Ab, a fully owned FCE subsidiary. FCE's interests in Forso are reported in the balance sheet within the caption 'Investment in a jointly controlled entity'. Changes in the value of the investment are detailed in Note 43, 'Related party transactions'.

The remaining shareholding of Forso is owned by Sofinco S.A., a consumer credit subsidiary of Crédit Agricole S.A.

The Board of Directors of Forso is composed of eight directors and both parties to the joint venture are equally represented. A quorum requires at least two thirds of the Directors to be present and that both parties are equally represented. All business arising at the Board meeting shall be determined by a resolution passed by a favourable vote of at least two thirds of all Directors.

Forso is a regulated institution in Sweden and is required among other things to maintain minimum capital reserves and also requires approval from the local Swedish regulator to pay dividends.

Summarised financial information of FCE's share of a jointly controlled entity based on the management accounts for the year ended 31 December 2010 is set out below:

As at 31 December	2010 £ mil	2009 £ mil
Current assets	£ 278	£ 258
Long term assets	304	236
Total assets	£ 582	£ 494
Current liabilities	£ 344	£ 335
Long term liabilities	195	118
Total liabilities	£ 539	£ 453
Revenue	£ 33	£ 37
Operating expenses	(25)	(35)
Profit before tax	£ 8	£ 2
Income tax expense	£ (2)	£ (2)
Share of profit of a jointly controlled entity	£ 6	£ -

24 INVESTMENTS IN GROUP UNDERTAKINGS

Investments in group undertakings at 31 December were as follows:

As at 31 December	Company	
	2010 £ mil	2009 £ mil
Cost at 1 January	£ 63	£ 177
Additional investment in group undertakings	276	-
Redemption of shares in subsidiary	-	(70)
Capital repayment	-	(44)
Cost at 31 December	£ 339	£ 63
Net book value at 31 December	£ 339	£ 63
Current	£ -	£ -
Non-current	339	63
Net book value at 31 December	£ 339	£ 63
Investment in banks included in above	£ 7	£ 7

During 2010, the Company undertook capital restructuring actions relating to FCE Leasing (Holdings) Limited, (FCEHL) a directly wholly owned subsidiary in the UK and its wholly owned subsidiaries (Automotive Finance Limited, FCE Leasing Limited, Ford Automotive Leasing Limited and Jaguar Financial Services Limited). The Company subscribed for £275 million of additional ordinary share capital in FCEHL.

The Company also repaid £22 million loaned by FCEHL and extended a loan to FCEHL of £308 million. The subsidiaries of FCEHL subsequently deposited £605 million with the Company, which had no net impact on 2010 cash flow.

The 'investment in banks' relates to FCE Bank Polska S.A. which as a regulated bank is required, among other things to maintain minimum capital reserves.

Notes to the consolidated financial statements for the year ended 31 December 2010

24 INVESTMENTS IN GROUP UNDERTAKINGS continued

List of Consolidated Companies

Subsidiary undertakings

Entity	Country of Incorporation	Principle Activity	Accounting Reference Date	Ownership
Automotive Finance Limited *	England and Wales	Non trading	30 June	100%
FCE Leasing (Holdings) Limited	England and Wales	Holding Company	31 December	100%
FCE Leasing Limited *	England and Wales	Non trading	31 December	100%
Ford Automotive Leasing Limited *	England and Wales	Non trading	30 September	100%
Jaguar Financial Services Limited *	England and Wales	Finance company	31 March	100%
Meritpoint Limited	England and Wales	Non trading	30 June	100%
Primus Automotive Financial Services Limited	England and Wales	Dormant	31 December	100%
Volvo Car Finance Limited	England and Wales	Finance company	31 December	100%
FCE Credit s.r.o.	Czech Republic	Finance company	31 December	100%
FCE Credit Hungaria Zrt	Hungary	Finance company	31 December	100%
FCE Services Kft *	Hungary	Finance company	31 December	100%
FCE Bank Polska S.A.	Poland	Bank	31 December	100%
FCE Credit Poland S.A.	Poland	Finance company	31 December	100%
Saracen Holdco Ab	Sweden	Holding Company	31 December	100%

*subsidiaries indirectly owned by the Company

Special Purpose Entities (SPE)*

Entity	Country of Incorporation	Assets Securitised or SPE type	Accounting Reference Date	Ownership
Active Retail SPE's				
Globaldrive Receivables Trustee (UK) Two Limited	England	UK Retail - receivables trustee	31 December	0%
Globaldrive (UK) Variable Funding I plc	England	UK Retail	31 December	0%
Globaldrive (Italy) IV S.R.L.	Italy	Italy Retail	31 December	0%
Globaldrive Netherlands VFN 1 B.V.	Netherlands	Netherlands Retail	31 December	0%
Globaldrive Auto Receivables 2008 - A B.V.	Netherlands	Germany Retail	31 December	0%
Globaldrive Auto Receivables 2008 - B B.V.	Netherlands	Germany Retail	31 December	0%
Globaldrive France 2	France	France Retail/Lease	31 December	0%
Globaldrive (UK) Variable Funding II plc	England	UK Retail	31 December	0%
Globaldrive German Lease 2009 A. B.V.	Netherlands	Germany Retail	31 December	0%
Globaldrive Auto Receivables 2009 B B.V.	Netherlands	Germany Retail	31 December	0%
Globaldrive Auto Receivables 2009 C B.V.	Netherlands	Germany Retail	31 December	0%
Globaldrive Auto Receivables 2009 D B.V.	Netherlands	Germany Retail	31 December	0%
Globaldrive Holding Limited	England	UK VFN I-Holding Company	31 December	0%
Globaldrive Austria Retail Lease VFN 1B.V.	Netherlands	Austria Retail/Lease	31 December	0%
Globaldrive Auto Receivables 2010 A	Netherlands	Germany Retail	31 December	0%
Globaldrive Germany Retail Lease VFN 1B.V.	Netherlands	Germany Retail/Lease	31 December	0%
Active Wholesale SPE's				
FCC Globaldrive Dealer Floorplan (France)	France	France Wholesale	31 December	0%
Globaldrive Dealer Floorplan Germany 2006 GmbH	Germany	Germany Wholesale	31 December	0%
Globaldrive UK Dealer Floorplan Holdings Limited	Jersey	UK Wholesale - Holding Company	31 December	0%
Globaldrive UK Dealer Floorplan Funding I Limited	Jersey	UK Wholesale	31 December	0%
Globaldrive UK Dealer Floorplan Receivables Trustee I Ltd	Jersey	UK Wholesale - receivables trustee	31 December	0%
Globaldrive Dealer Floorplan B.V.	Netherlands	Spain/France Wholesale master purchaser	31 December	0%
Globaldrive Dealer Floorplan Ireland B.V.	Netherlands	Ireland Wholesale	31 December	0%
Globaldrive Dealer Floorplan (Spain) TdA	Spain	Spain Wholesale	31 December	0%
Inactive Retail SPEs (pending liquidation):				
Globaldrive European Auto Receivables I B.V.	Netherlands	Germany Lease	31 December	0%
Globaldrive (Germany) V Limited	Netherlands	Germany Retail	31 December	0%
Globaldrive Auto Receivables 2007-A B.V.	Netherlands	Germany Retail	31 December	0%
Globaldrive Spain VFN 1 B.V.	Netherlands	Spain Retail/Lease	31 December	0%

*Quasi-subsidiaries of the Company as recognised under SIC 12 and included within the consolidation of the Group accounts.

Notes to the consolidated financial statements for the year ended 31 December 2010

25 DUE TO BANKS AND OTHER FINANCIAL INSTITUTIONS

Due to banks and other financial institutions at 31 December were as follows:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Due to banks and other financial institutions not in respect of securitisation				
Borrowings from banks and other financial institutions	£ 62	£ 194	£ 181	£ 275
Loans from European Investment Bank	367	508	367	508
Bank overdrafts	-	53	-	53
Sub-total:	£ 429	£ 755	£ 548	£ 836
Due to banks and other financial institutions in respect of securitisation				
Obligations arising from securitisation of receivables	£ 970	£ 1,097	£ 3,181	£ 4,452
Loans from European Central Bank (ECB) secured with retained securitisation notes	-	1,082	-	1,082
Loans from ECB secured with wholesale receivables	43	-	43	-
Sub-total:	£ 1,013	£ 2,179	£ 3,224	£ 5,534
Total due to banks and other financial institutions	£ 1,442	£ 2,934	£ 3,772	£ 6,370
Current	£ 1,022	£ 2,362	£ 2,417	£ 4,890
Non-current	420	572	1,355	1,480
Total due to banks and other financial institutions	£ 1,442	£ 2,934	£ 3,772	£ 6,370

'Obligations arising from securitisation of receivables' reflects sales of receivables completed under private transactions. As the arrangements do not satisfy the requirements for derecognition under IAS 39 'Financial instruments, recognition and measurement', these receivables and the associated debt are not removed from the balance sheet. Where the Company has entered into a structured financing arrangement with a third party finance provider, and no SPE structure is involved, a liability is recognised within the Company balance sheet representing the proceeds received from the legal transfer of assets to the finance provider. This liability does not represent a legal obligation of the Company and is payable only out of collections on the underlying assets transferred to the finance provider or retained interests.

'Loans from ECB' represents short-term funding received under the ECB's open market operations programme. The Company obtains funding under a longstanding credit claim

program using certain of its German wholesale receivables as collateral. The remaining funding obtained in 2009 was secured primarily by retained rated notes from certain of the Company's public securitisation transactions.

'Loans from European Investment Bank' (EIB) partially support a number of different projects relating to FCE's automotive partners, which have been assigned to the Company. The EIB loans have remaining terms from one to two years and are supported by guarantees and letters of credit provided by financial institutions on behalf of the Company to the EIB and deposits made by the Company as detailed in Note 11 'Cash and advances to banks'.

FCE's management have not identified any defaults on principal or interest or other breaches with respect to FCE's liabilities during the year ended 31 December 2010 and 31 December 2009.

Notes to the consolidated financial statements for the year ended 31 December 2010

25 DUE TO BANKS AND OTHER FINANCIAL INSTITUTIONS continued

Reclassifications

Loans from the European Central Bank (ECB) open market operations secured with wholesale receivables of £43 million (2009: £55 million) were reclassified from 'Due to banks and other financial institutions not in respect of securitisation' under the caption 'Borrowings from banks and other financial institutions' to 'Due to banks and other financial institutions in respect of securitisation' following review.

This reclassification has no effect on 'Total due to banks and other financial institutions' at 31 December 2009 or 31 December 2010.

Additionally, during the year, certain deposits were reviewed and reclassified from 'Due to Banks and other financial institutions' to within 'Corporate deposits' (31 December 2010: £13 million).

26 CORPORATE DEPOSITS

Corporate deposits at 31 December were as follows:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Dealer deposits	£ 49	£ 22	£ 49	£ 22
Total corporate deposits	£ 49	£ 22	£ 49	£ 22
Current	£ 49	£ 22	£ 49	£ 22
Non current	-	-	-	-
Total corporate deposits	£ 49	£ 22	£ 49	£ 22

'Dealer deposits' include amounts utilised to mitigate exposure concentrations. In the event of default by the counterparty the deposits received can be offset against the amounts due to the Company.

The deposits are available for use in the Company's day to day operations and have therefore not been separately reported within Note 11 'Cash and advances to banks'.

Reclassification

During the year, certain deposits were reviewed and reclassified within corporate deposits from 'Due to Banks and other financial institutions' (31 December 2010: £13 million) and 'Other liabilities' (31 December 2010: £15 million).

Notes to the consolidated financial statements for the year ended 31 December 2010

27 DUE TO PARENT AND RELATED UNDERTAKINGS

Due to parent and related undertakings at 31 December were as follows:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Senior Debt				
Deposits received from FCI	£ 125	£ 225	£ 125	£ 225
Principal amounts due to parent undertakings	£ 125	£ 225	£ 125	£ 225
Deposits received from related undertakings	319	249	347	279
Deposits received from subsidiary undertakings	667	83	-	-
Total senior debt	£ 1,111	£ 557	£ 472	£ 504
Net cash proceeds from the sale of receivables	3,570	3,695	-	-
Accounts payable to related undertakings	696	250	63	196
Declared dividend	-	-	-	-
Accrued interest	5	9	5	9
Due to parent and related undertakings	£ 5,382	£ 4,511	£ 540	£ 709
Current	3,903	3,886	540	709
Non-current	1,479	625	-	-
Due to parent and related undertakings	£ 5,382	£ 4,511	£ 540	£ 709

'Deposits received from FCI' are utilised to mitigate certain exposure concentrations from external and related counterparties. In the event of default by these counterparties the deposits received from FCI can be offset against the amounts due to the Company.

'Deposits received from related undertakings' includes a Euro denominated cash deposit of £311 million (2009: £240 million) from Blue Oval Holdings Limited in support of guarantees provided by the Company as collateral in respect of obligations of Ford in Romania. For further details on the guarantees refer to Note 35 'Contingent liabilities'.

All deposits received are available for use in the Company's day to day operations and have therefore not been separately reported within Note 11 'Cash and advances to banks'.

'Net cash proceeds from the sale of receivables' represents proceeds received from the transfer of assets to an SPE. This liability is reported net of retained interests and is not the legal obligation of the Company and is payable only out of collections on the underlying assets transferred to the finance provider or retained interests.

'Accounts payable to related undertakings' include balances generated in the ordinary course of business. Such balances are typically settled on a daily or monthly basis.

'Accrued interest' relates to interest due on 'Total senior debt'.

Other amounts due to FMCC and FCI are reported within Note 30 'Subordinated loans'.

Notes to the consolidated financial statements for the year ended 31 December 2010

28 DEBT SECURITIES IN ISSUE

Details of the public debt funding programmes as at 31 December are as follows:

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Programme (Year launched) - amount listed debt:				
Euro Medium Term Note (1993) - US\$12 billion:				
- Continuously Available Retail Securities (retail investors 1993)	£ -	£ 9	£ -	£ 9
- Other European Medium Term Notes (excludes Continuously Available Retail Securities)	4,144	3,572	4,144	3,572
Sub-total Euro Medium Term Notes	£ 4,144	£ 3,581	£ 4,144	£ 3,581
Obligations arising from securitisation		-	1,872	1,205
Sub-total listed debt	£ 4,144	£ 3,581	£ 6,016	£ 4,786
Unlisted debt:				
Schuldschein (refer to definition below)	£ 43	£ 178	£ 43	£ 178
Debt securities in issue	£ 4,187	£ 3,759	£ 6,059	£ 4,964
Current	742	196	1,366	733
Non-current	3,445	3,563	4,693	4,231
Debt securities in issue	£ 4,187	£ 3,759	£ 6,059	£ 4,964
Analysis of debt securities in issue				
Unsecured borrowings	4,187	3,759	4,187	3,759
Obligations arising from the sale of receivables	-	-	1,872	1,205
Debt securities in issue	£ 4,187	£ 3,759	£ 6,059	£ 4,964

The Company's EMTN programme has an issuance limit of US \$12 billion (or the equivalent in other currencies). The EMTN Base Prospectus was dated 8 January 2010 and subsequently renewed 21 January 2011, and contains information relating to all notes, including Retail Securities. Notes issued under the EMTN programme are listed on the Official List of the Luxembourg Stock Exchange and are admitted for trading on the Luxembourg Stock Exchange's regulated market. The Luxembourg's Stock Exchange website address is provided on page 126. The EMTN programme includes:

- 'Continuously Available Retail Securities' which may be issued from time to time to retail investors on a continuously available basis,
- 'Other European Medium Term Notes' due to non retail investors.

During 2010 the Company completed the following public debt issuances:

- Primary securitisation issuance in June 2010 for EUR 474 million (approximately £ 400 million)
- EMTN issuance in July 2010 for EUR 400 million (approximately £ 345 million) which matures July 2013
- EMTN issuance in November 2010 for £ 400 million which matures November 2015

'Obligations arising from securitisation' reflects sales of receivables completed under externally placed public transactions. As the arrangements do not satisfy the requirements for derecognition in accordance with IAS 39 'Financial instruments, recognition and measurement', the sold receivables and the associated debt remain on the Company's balance sheet. This debt is the legal obligation of the securitisation SPEs and is not the legal obligation of the Company.

'Schuldschein' are certificates of indebtedness governed under German law issued by the Company's German branch.

Notes to the consolidated financial statements for the year ended 31 December 2010

29 OTHER LIABILITIES

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Accrued interest on debt	£ 261	£ 223	£ 261	£ 223
Trade payables	120	126	121	129
Accrued liabilities and deferred income	83	106	99	126
Operating lease subvention	25	15	25	15
Total other liabilities	£ 489	£ 470	£ 506	£ 493
Current	£ 489	£ 470	£ 506	£ 493
Non current	-	-	-	-
Total other liabilities	£ 489	£ 470	£ 506	£ 493

'Operating lease subvention' relates to interest supplements and other support payments from related parties (including Ford and affiliated manufacturers) provided for operating leases. The amount deferred is recognised in 'Other operating income' over the term of the lease.

Notes to the consolidated financial statements for the year ended 31 December 2010

30 SUBORDINATED LOANS

Details of subordinated loans provided to the Company as at 31 December are as follows:

As at 31 December	Company/Group	
	2010 £ mil	2009 £ mil
Perpetual Loans	£ 222	£ 230
Dated qualifying loans	65	216
Total loan amounts	£ 287	£ 446
Tier 2 Value of perpetual loans	£ 222	£ 230
Tier 2 Value of dated qualifying loans	20	62
Total tier 2 value	£ 242	£ 292
Analysis of subordinated loans		
Due to FCI (USD denominated loans)	£ 205	£ 351
Due to FMCC (EUR denominated loans)	82	95
Total subordinated loans	£ 287	£ 446

The loans listed above satisfy the conditions for eligibility as tier two capital instruments as defined by the FSA and are included in the calculation of capital resources for regulatory reporting purposes. In the case of an instrument with a fixed maturity date, the principal amounts are amortised in the final five years to maturity on a straight line basis. For further details of the Company's regulatory capital refer to Note 33 'Components of capital'.

The loans are all due to fellow Ford subsidiaries as described below.

Loans from FMCC are denominated in Euro. The Company may terminate the agreement at any time by giving one month's written notice. Under the terms of the loan agreement, early repayment requires the prior written consent of the FSA.

US dollar denominated loans are drawn under a US\$1 billion subordinated loan facility with FCI, the Company's immediate parent undertaking. This facility enables the Company to respond quickly if additional capital support is required. Under the agreed terms, the Company is able to take draw downs up to the maximum principal amount and any undrawn amount of the facility will be available until it is cancelled either by the Company or FCI. The Company may repay by giving one month's written notice and FCI may request repayment of the drawn US dollar loans by giving five years and one day's prior written notice. Cross currency swaps are used to minimise currency risks on US dollar denominated funding.

The rights of FCI and FMCC to payment and interest in respect of all subordinated loans will, in the event of winding up of the Company, be subordinated to the rights of all unsubordinated creditors of the Company with respect to their senior claims.

Notes to the consolidated financial statements for the year ended 31 December 2010

31 ORDINARY SHARES AND SHARE PREMIUM

For the year ended 31 December	Company and Group	
	2010 £ mil	2009 £ mil
Authorised at 1 January and 31 December:		
769,926,202 Ordinary shares of £1 each (2009: 769,926,202)	£ 770	£ 770
230,073,798 Non Cumulative convertible preference shares £1 each (2008: 230,073,798)	230	230
Total Authorised	£ 1,000	£ 1,000
Allotted, called up and fully paid at 1 January and 31 December		
614,384,050 Ordinary shares of £1 each (2009: 614,384,050)	£ 614	£ 614
Share premium at 1 January and 31 December	£ 352	£ 352

There was no change to the issued share capital of the Company during the year. The share premium account is regarded as permanent capital of the Company and is not available for distribution. No director, officer or employee owns or holds shares or owns or holds options over shares in the Company or its subsidiaries.

Since 10 October 2000, FCI has remained the beneficial owner of the entire issued share capital of the Company. One share is held by FMCC on trust for FCI. Since 1 January 2003 the total issued share capital of the Company has been £614,384,050 comprising 614,384,050 Ordinary £1 shares.

Support agreement

Pursuant to a support agreement between FMCC and the Company dated 30 September 2004, FMCC has agreed with the Company to maintain, directly or indirectly, a controlling interest of not less than 75% of the issued share capital of the Company and to maintain or procure the maintenance of the Company's net worth of not less than US\$ 500 million.

The agreement provides for the termination date to be extended automatically on 1 February of each year for an additional one-year period ending on 31 January of the following year. Either party can give notice one month before automatic extension of their wish to prevent the automatic extension of the termination date and terminate the agreement, in which case it will terminate as of the termination date set on the last preceding extension date. However as neither party provided written notice on subsequent 1 February anniversaries, the termination date was automatically extended each time by one year and at year end was 31 January 2016.

32 DIVIDEND PER SHARE

FCE paid an interim dividend of £390 million (2009: £85million) to its sole shareholder FCI in June 2010. The dividend equated to approximately 63.48 pence per ordinary share.

Notes to the consolidated financial statements for the year ended 31 December 2010

33 COMPONENTS OF CAPITAL

The components of FCE's regulatory capital as at 31 December are detailed below:

For the year ended 31 December	Notes	Group	
		2010 £ mil	2009 £ mil
Tier 1			
Share capital	31	£ 614	£ 614
Share premium	31	352	352
Retained earnings		1,471	1,754
Valuation adjustments to retained earnings		(75)	(53)
Profit after tax		161	166
Goodwill and intangible assets	22	(13)	(17)
Total Tier 1		£ 2,510	£ 2,816
Tier 2			
Collective impairment allowance		£ 82	£ 115
Qualifying subordinated loans	30	242	292
Total tier 2		£ 324	£ 407
Total tier 3		£ -	£ -
Deductions			
Investment in a jointly controlled entity		£ (45)	£ (41)
Total deductions		£ (45)	£ (41)
Total regulatory capital		£ 2,789	£ 3,182
Capital ratios			
Tier 1 ratio (%)		21.2%	21.9%
Tier 2 ratio (%)		2.7%	3.2%
Total capital ratio (%)		23.6%	24.7%

Regulatory capital is divided into Tiers 1 and 2 that cover primarily credit risk and Tier 3 which supports market risk. Further information in regard to regulatory capital is detailed below:

- Tier 1 comprising of share capital, share premium, retained earnings and reserves created by appropriations of retained earnings. The book value of intangible assets is deducted in arriving at Tier 1 capital.
- Tier 2 comprising of qualifying subordinated loans and collective impairment allowances relating to loans and advances to customers and operating leases.
- FCE holds no Tier 3 capital. As FCE does not operate a trading book, the application of Tier 3 capital would be limited to supporting market risk requirements outside of trading book activities.
- Deductions comprising of investment in the Forso JV.

Retained earnings included within regulatory capital are net of tax, dividends and other appropriations. Further valuation adjustments to retained earnings are made to exclude the historical impact of unrealised fair value adjustments to financial instruments.

Capital ratios are calculated against risk weighted exposures as disclosed in 'Key Financial Ratios' on page 125. Prior to the audit of this annual report and accounts, FCE excludes the unaudited profit for the financial year from regulatory submissions.

For the purposes of calculating the amount of subordinated debt which may be included in capital resources, the principal amount must be amortised on a straight line basis during the final five years to maturity, for further details please see Note 30 'Subordinated loans'.

Notes to the consolidated financial statements for the year ended 31 December 2010

33 COMPONENTS OF CAPITAL continued

Tier 1 Capital has decreased in 2010 to £2,510 million (2009: £2,816 million) primarily resulting from the payment of a dividend of £390m (2009: £85 million), partially offset by the profit net of foreign currency translation differences, as detailed in the 'Consolidated statements of changes in equity'.

Tier 2 Capital has also decreased in 2010 to £324 million (2008: £407 million) resulting from the repayment of £177 million of 'Subordinated Loans' in July 2010, with a Tier 2 value of £43 million, and also lower collective impairment allowances in 2010 of £82 million (2009: £115 million).

FCE is holding more capital than is required by either the regulatory minimum or FCE's internal risk-based capital policy. FCE's policy is to manage its capital base to targeted levels that meet all regulatory requirements and support anticipated changes in assets and foreign currency exchange rates. For further details refer to 'Capital and Funding' section which commences on page 16.

FCE Bank Polska S.A. is a regulated bank and is also subject to regulatory capital requirements requiring maintenance of certain minimum capital levels. During the two years being reported, the individual entities within FCE complied with all of the externally imposed capital requirements to which it is subject.

Notes to the consolidated financial statements for the year ended 31 December 2010

34 RETIREMENT BENEFIT OBLIGATIONS

Total pension costs are detailed below and are charged to 'Operating expenses':

As at 31 December	Company		Group	
	2010 £'000	2009 £'000	2010 £'000	2009 £'000
Pension plans accounted for as defined contribution plans				
Defined benefit plans operated by Ford & Volvo subsidiaries	£ 21,356	£ 12,623	£ 21,356	£ 12,623
Defined contribution plans in which FCE participates	1,796	1,971	1,811	1,983
Restructuring cost retirement benefit	1,868	4,283	1,868	4,283
Total expensed as defined contribution plans	£ 25,020	£ 18,877	£ 25,035	£ 18,889
Defined benefit plans operated by the Company	£ 187	£ 285	£ 187	£ 285
Total pension expense	£ 25,207	£ 19,162	£ 25,222	£ 19,174

(I) Accounting methodology utilised for accounting for net defined benefit costs of plans operated by Ford and Volvo subsidiaries:

In the locations detailed on the next page, Company employees participate in defined benefit pension plans operated by Ford and Volvo subsidiaries. As there is no contractual agreement or stated policy for charging the net defined benefit costs in accordance with IAS 19 'Employee Benefits', the Company accounts for such schemes as defined contribution plans and recognises a cost equal to contributions payable for the period.

(II) FCE locations which do not operate company pension schemes:

FCE employees in Greece, Hungary and Poland have no company pension schemes.

Notes to the consolidated financial statements for the year ended 31 December 2010

34 RETIREMENT BENEFIT OBLIGATIONS continued

(III) Details of pension schemes operated by Ford and Volvo subsidiaries in which the Company's employees participate:

The following tables detail the pension schemes operated by Ford and Volvo subsidiaries in which the Company employees participate. The benefit obligation and plan assets as displayed below are the benefits and obligations of the respective pension schemes. FCE's policy for funded

pension plans is to contribute annually, at a minimum, amounts required by applicable laws and regulations. From time to time, FCE makes contributions beyond those legally required.

Company and Group 2010	Details of Ford or Volvo subsidiary operated plans							FCE's participation		
	Funding			Pension Plan Participants			Company Participants		Contributions paid in year £'000	
	Plan Assets £ mil	Plan Obligations £ mil	Surplus/ (Deficit) £ mil	Current Employees	Retirees	Total	Current Employees	% of current employees		
Belgium	£ 153	£ (184)	£ (31)	422	1,215	1,637	29	6.9	£ 431	
Germany - Foveruka *	2,171	(2,428)	(257)	20,181	22,802	42,983	599	3.0	4,307	
Germany - Exempt **	-	(1,775)	(1,775)	1,170	4,563	5,733	29	2.5	546	
Germany - Management**	-	(319)	(319)	3	406	409	-	-	-	
Ireland	56	(49)	7	45	280	325	13	28.9	988	
Netherlands	123	(108)	15	97	1,060	1,157	27	27.8	84	
Portugal	6	(6)	-	71	564	635	28	39.4	-	
UK - Salaried	2,942	(2,838)	104	4,074	11,526	15,600	604	14.8	14,251	
UK - Senior staff	320	(319)	1	170	407	577	10	5.9	1,918	
UK - Volvo ***	-	-	-	-	-	-	-	-	699	
Total	£ 5,771	£ (8,026)	£ (2,255)	26,233	42,823	69,056	1,339	5.1	£ 23,224	

Company and Group 2009	Details of Ford or Volvo subsidiary operated plans							FCE's participation		
	Funding			Pension Plan Participants			Company Participants		Contributions paid in year £'000	
	Plan Assets £ mil	Plan Obligations £ mil	Surplus/ (Deficit) £ mil	Current Employees	Retirees	Total	Current Employees	% of current employees		
Belgium	£ 142	£ (192)	£ (50)	416	974	1,390	36	8.7	£ 412	
Germany - Foveruka *	2,149	(2,421)	(272)	20,556	22,805	43,361	624	3.0	4,151	
Germany - Exempt **	-	(1,821)	(1,821)	1,201	4,594	5,795	31	2.6	1,240	
Germany - Management**	-	(338)	(338)	3	408	411	-	-	-	
Ireland	51	(51)	-	45	292	337	13	28.9	1,009	
Netherlands	156	(148)	8	456	1,235	1,691	39	8.6	215	
Portugal	6	(6)	-	72	565	637	33	45.8	-	
UK - Salaried	2,628	(2,644)	(16)	4,114	11,600	15,714	618	15.0	9,216	
UK - Senior staff	280	(311)	(31)	178	398	576	11	6.2	547	
UK - Volvo	76	(73)	3	177	174	351	7	4.0	117	
Total	£ 5,488	£ (8,005)	£ (2,517)	27,218	43,045	70,263	1,412	5.2	£ 16,907	

* For a description of the Foveruka plan refer to the 'Glossary of defined terms' within 'Other Information'.

** Ford Werke GmbH maintains a balance sheet reserve for the Germany Ford Exempt and management plans as at 31 December 2010 of £1,657 million (2009 £1,692 million).

*** FCE ceased participation in the Volvo UK plan on 31 January 2010.

Notes to the consolidated financial statements for the year ended 31 December 2010

34 RETIREMENT BENEFIT OBLIGATIONS continued

(IV) Further details of the most significant pension schemes operated by Ford and Volvo subsidiaries in which the Company's employee participates:

Summary of defined benefit plans operated by the Company	2010		2009		2008		2007		2006	
	UK Ford Salaried £ mil	German Foveruka £ mil	UK Ford Salaried £ mil	German Foveruka £ mil	UK Ford Salaried £ mil	German Foveruka £ mil	UK Ford Salaried £ mil	German Foveruka £ mil	UK Ford Salaried £ mil	German Foveruka £ mil
Plan assets	£ 2,942	£ 2,171	£ 2,628	£ 2,149	£ 2,369	£ 2,228	£ 2,809	£ 1,634	£ 2,694	£ 1,425
Plan obligations	(2,838)	(2,428)	(2,644)	(2,421)	(2,625)	(2,404)	(2,661)	(1,840)	(2,763)	(1,966)
Surplus/(Deficit)	£ 104	£ (257)	£ (16)	£ (272)	£ (256)	£ (176)	£ 148	£ (206)	£ (69)	£ (541)

The most significant retirement benefit obligations to the Company relate to the 'UK Ford Salaried' and 'German Foveruka' pension schemes. Both of these schemes are

operated by Ford, are final salaried pension schemes and are accounted for by the Company as defined contribution plans. Further details of these schemes are disclosed below:

Changes in present value of the defined benefit plan obligations	2010		2009	
	UK Ford Salaried £ mil	German Foveruka £ mil	UK Ford Salaried £ mil	German Foveruka £ mil
Opening present value	£ (2,644.0)	£ (2,421.0)	£ (2,625.4)	£ (2,404.0)
Service cost	(37.5)	(50.0)	(26.7)	(45.3)
Interest cost	(150.2)	(126.6)	(156.0)	(125.2)
Actuarial (losses)/gains	(144.3)	8.6	49.3	(117.2)
Plan amendments	(0.8)	-	(25.4)	-
Losses on curtailments	-	(6.0)	-	-
Member Contributions	(5.2)	-	(16.8)	-
Past service cost	-	-	-	-
Translation adjustment	-	71.9	-	170.3
Benefits paid	144.0	94.8	157.0	100.4
Closing present value	£ (2,838.0)	£ (2,428.3)	£ (2,644.0)	£ (2,421.0)

The pension plans on which the defined benefit obligation arises are wholly or partly funded:

Changes in fair value of plan assets	2010		2009	
	UK Ford Salaried £ mil	German Foveruka £ mil	UK Ford Salaried £ mil	German Foveruka £ mil
Opening fair value	£ 2,627.7	£ 2,149.4	£ 2,369.2	£ 2,228.0
Expected return	204.3	106.8	182.9	87.9
Actuarial gains/(losses)	111.8	(25.8)	131.6	-
Contributions by employer	136.6	99.9	84.2	92.4
Member contributions	5.2	-	16.8	-
Translation adjustment	-	(64.8)	-	(158.5)
Settlements	-	-	-	-
Benefits paid	(144.0)	(94.8)	(157.0)	(100.4)
Closing fair value	£ 2,941.6	£ 2,170.7	£ 2,627.7	£ 2,149.4

Notes to the consolidated financial statements for the year ended 31 December 2010

34 RETIREMENT BENEFIT OBLIGATIONS continued

(IV) Further details of the most significant pension schemes operated by Ford and Volvo subsidiaries in which the Company's employee participates (continued):

The expected return on plan assets is determined by considering the expected returns available on the assets underlying the current investment policy. Expected yields on fixed interest investments are based on gross redemption

yields as at the balance sheet date. Expected returns on equity and property investments reflect long-term real rates of return experienced in the respective markets.

Composition of plan assets	2010		2009	
	UK Ford Salaried %	German Foveruka %	UK Ford Salaried %	German Foveruka %
Insurance Policy	-	100	-	100
Equities	51	-	54	-
Bonds	43	-	42	-
Other	6	-	4	-
Total	100	100	100	100

Principle actuarial assumptions at the balance sheet date	2010		2009	
	UK Ford Salaried %	German Foveruka %	UK Ford Salaried %	German Foveruka %
Discount rate	5.50	5.30	5.75	5.50
Expected rate of return on plan assets	7.75	5.00	7.75	5.00
Future salary increases	4.20	2.60	3.50	2.60
Future pension increases	2.50	1.60	2.50	1.60
Future pension increases (discretionary)	-	-	-	-
The average life expectancy in years of a member retiring at age 65 on the balance sheet date is as follows	Years	Years	Years	Years
Male	18.8	18.8	18.7	18.7
Female	22.0	22.9	21.9	22.8
The average life expectancy in years of a member retiring at age 65, 20 years after the balance sheet date is as follows	Years	Years	Years	Years
Male	19.5	21.5	19.4	21.4
Female	22.7	25.5	22.6	25.4

(V) Defined contribution plans and other plans accounted for as defined contribution plans in which FCE employees participate:

Contribution paid in year	Company		Group	
	2010 £'000s	2009 £'000s	2010 £'000s	2009 £'000s
Czech	-	-	15	11
Italy	1,708	1,872	1,708	1,872
Spain	88	99	88	99
Total contributions paid	£ 1,796	£ 1,971	£ 1,811	£ 1,982

Notes to the consolidated financial statements for the year ended 31 December 2010

34 RETIREMENT BENEFIT OBLIGATIONS continued

(VI) Defined benefit plans operated by the Company:

In the Company's Austrian, Belgian, French and Spanish locations certain of the Company's employees participate in defined benefit plans.

A summary of total participants and expenses recognised for defined benefit plans operated by the Company is provided in the following table:

	Company participants		Expenses recognised	
	2010	2009	2010 £'000s	2009 £'000s
Defined benefit plans				
Austria	6	7	£ 14	£ 152
Belgium	6	14	23	98
France	102	122	147	106
Spain	36	39	3	(71)
Total	150	182	£ 186	£ 285

Actuarial valuation reports have been obtained for the years to 31 December as detailed below. The reports are used to determine the contributions made by the Company into each scheme. A summary is provided in the following tables:

Austria	2010 £ mil	2009 £ mil	2008 £ mil	2007 £ mil	2006 £ mil
Plan assets	£ -	£ -	£ -	£ -	£ -
Plan obligations	(0.2)	(0.2)	(0.5)	(0.4)	(0.3)
Surplus/(Deficit)	£ (0.2)	£ (0.2)	£ (0.5)	£ (0.4)	£ (0.3)

In the Company's Austrian branch an insurance policy valued at £0.1 million (2009: £0.1 million) is held which does not qualify as a plan asset.

Belgium	2010 £ mil	2009 £ mil	2008 £ mil	2007 £ mil	2006 £ mil
Plan assets	£ 0.5	£ 0.6	£ 1.0	£ 0.8	£ 0.6
Plan obligations	(0.4)	(0.6)	(0.9)	(0.6)	(0.9)
Surplus/(Deficit)	£ 0.1	£ -	£ 0.1	£ 0.2	£ (0.3)

France	2010 £ mil	2009 £ mil	2008 £ mil	2007 £ mil	2006 £ mil
Plan assets	£ -	£ -	£ -	£ -	£ -
Plan obligations	(0.8)	(0.9)	(1.0)	(0.7)	(0.5)
Surplus/(Deficit)	£ (0.8)	£ (0.9)	£ (1.0)	£ (0.7)	£ (0.5)

The Company's French branch has two defined benefit plans. In one of the plans at each employee's retirement date, the Company purchases an annuity and transfers the pension liability for the retiree to the insurer.

Spain	2010 £ mil	2009 £ mil	2008 £ mil	2007 £ mil	2006 £ mil
Plan assets	£ 7.3	£ 6.6	£ 7.1	£ 4.3	£ 4.2
Plan obligations	(7.6)	(6.9)	(7.3)	(4.5)	(4.4)
Surplus/(Deficit)	£ (0.3)	£ (0.3)	£ (0.2)	£ (0.2)	£ (0.2)

Notes to the consolidated financial statements for the year ended 31 December 2010

35 CONTINGENT LIABILITIES

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Guarantees provided on behalf of Ford:				
Romania	£ 332	£ 240	£ 332	£ 240
Spanish Ministry of Industry and regional authorities	38	19	38	19
Customs authorities, revenue commissioners and agencies	12	14	12	14
Other	-	1	-	1
Total guarantees provided on behalf of Ford	£ 382	£ 274	£ 382	£ 274
Indemnities issued to custom authorities and revenue commissioners	£ 4	£ 4	£ 4	£ 4
Other guarantees provided to third parties	10	6	10	6
Commission income contingent liabilities	13	14	13	14
Contingent liabilities prior to credit risk mitigation	£ 409	£ 298	£ 409	£ 298
Credit risk mitigation actions:				
Cash collateral lodged in support of Romania guarantee	£ (311)	£ (240)	£ (311)	£ (240)
Contingent liabilities after credit risk mitigation	£ 98	£ 58	£ 98	£ 58

'Guarantees provided on behalf of Ford' include debt and other financial obligations of Ford. Such arrangements are counter-indemnified by Ford and a fee is charged for the guarantee. Further details of the guarantees provided by the Company are detailed below:

- 'Romania' – FCE has guaranteed obligations of Ford in Romania pursuant to three guarantees with maximum potential payments of £332 million. Two of the guarantees have been fully collateralised by £311 million of cash received from Blue Oval Holdings, a Ford U.K. subsidiary. This cash is available for use in FCE's daily operations, and is recorded under Note 27 'Due to Parent and related undertakings'. The other guarantee of £21 million is not collateralised by Blue Oval Holdings, but is counter-guaranteed by Ford. The expiration date of the guarantees is August 2011 and they could terminate on payment and/or cancellation of the obligations by Ford. A payment to the guaranteed party would be triggered by failure of Ford to fulfill its obligation covered by the guarantee.
- 'Spanish Ministry of Industry and regional authorities' relates to loans granted for investment in the Ford Valencia plant. These guarantees have been provided on behalf of Ford Espana SL to the Spanish Ministry of Industry and regional authorities.
- 'Customs authorities, revenue commissioners and agencies' relates to duties and registration taxes on imported vehicles and components provided to various European Customs Authorities.

'Commission income contingent liabilities' are stated following a review of commission income certain risks which are judged to be less probable have been disclosed above as a contingent liability.

The fair values of guarantees are recorded in the financial statements where material.

During the period, tax authorities in Germany continued audits relating to various aspects of prior period operations of FCE's German branch, particularly relating to transfer pricing and VAT. Discussions with the tax authorities are ongoing. FCE has considered the information currently available and believes that provisions made are adequate.

Notes to the consolidated financial statements for the year ended 31 December 2010

35 CONTINGENT LIABILITIES continued

Litigation and claims

Certain legal actions and claims are pending or may be instituted or asserted in the future against FCE concerning finance and other contractual relationships. Litigation is subject to many uncertainties, and the outcome of individual litigated matters is not predictable with assurance. FCE has established provisions for certain of the legal actions and claims where losses are deemed probable and reasonably estimable. It is reasonably possible that certain claims for

which accruals have not been established could be decided unfavourably to FCE and could require FCE to pay damages or make other expenditures in amounts or a range of amounts that cannot be estimated at 31 December 2010. FCE does not reasonably expect, based on internal analysis, that such matters would have a material effect on future financial statements for a particular year, although such an outcome is possible.

36 COMMITMENTS

The Company extends commercial credit primarily to certain franchised dealers selling Ford brand vehicles in the form of approved lines of credit to purchase inventories of new and used vehicles. Such facilities considered as committed now total below £1 million. There are no external commitments with a maturity of one year or over.

The Company also provides a committed loan facility to its Polish subsidiary FCE Bank Polska S.A of Polish Zloty PLN 200 million (2010: £43 million, 2009: £43 million). This facility was undrawn as at 31 December 2010 (Drawn upon to the amount of £17 million as at 31st December 2009). The facility enables the subsidiary to respond quickly if additional funding is required.

37 FUTURE LEASE COMMITMENTS

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
The future minimum payments under non cancellable operating leases are as follows:				
Not later than one year	£ 6	£ 7	£ 6	£ 7
Later than one year and not later than five years	14	18	14	19
Later than five years	4	1	4	1
Future lease commitments	£ 24	£ 26	£ 24	£ 27

Notes to the consolidated financial statements for the year ended 31 December 2010

38 CREDIT RISK

As a provider of automotive financial products, FCE's primary source of credit risk is the possibility of loss from a retail customer's or dealer's failure to make payments according to contractual terms. These products are classified as 'loans and receivables' under IAS 39. The Company could also

incur a credit loss if the counterparty to an investment, interest rate or foreign currency derivative with FCE defaults. These exposures are classified as 'financial assets held at fair value through profit or loss' under IAS 39.

38a) Loans and receivables

The amount which best represents the maximum exposure to credit risk within loans and receivables without taking account of any collateral held or other credit enhancements as at 31 December 2010 is £10,818 million, (2009: £12,472 million) being the value of net loans and advances to customers as disclosed in Note 15.

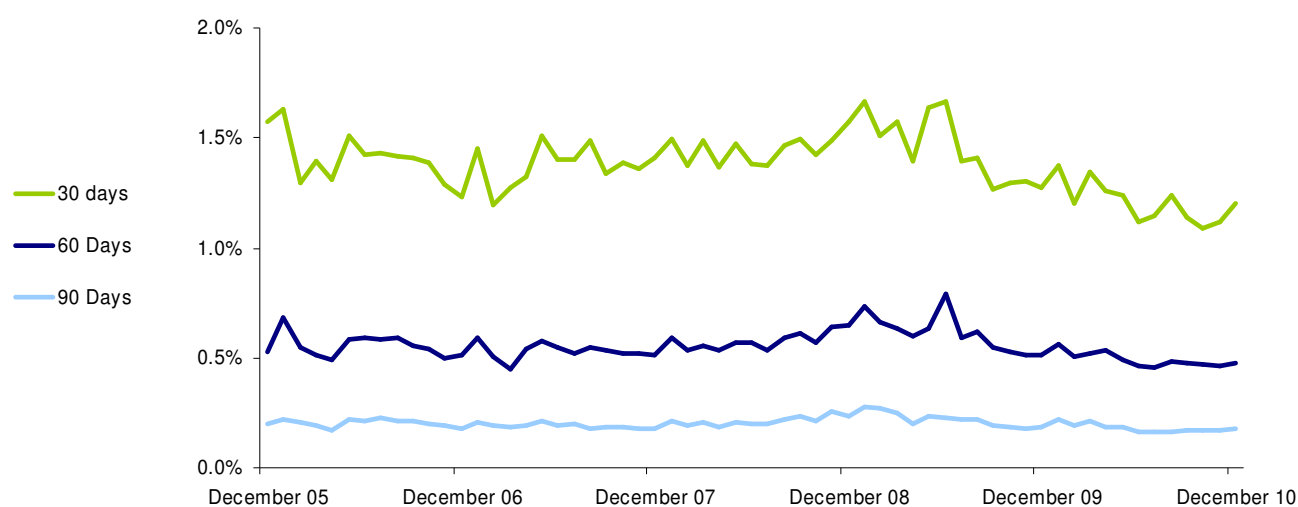
Management information on the credit quality of FCE's loans and advances is provided by product segment in the following sections.

Retail

When originating retail loans and advances, FCE uses a proprietary scoring system that measures the credit quality of the related receivables using several factors such as credit bureau information, consumer credit risk scores, customer characteristics, and contract characteristics.

Detailed below is a retail delinquency monthly trend graph for the last five years which highlights the percentage of retail contracts which are 30, 60 and 90 days overdue. The graph highlights that the upward trend in delinquencies peaked in the first half of 2009; since that time the delinquency trend has gradually declined. FCE's management considers that this decline is in line with both the slightly improving macro economic conditions and actions taken by FCE. Additionally, management believe FCE's responsive approach to underwriting and servicing practices has enabled its portfolio to perform well in an extremely difficult market.

Retail delinquency 5 year monthly trend



Source: internal information for all FCE markets – audited as at 31 December points.

Notes to the consolidated financial statements for the year ended 31 December 2010

38 CREDIT RISK continued

Wholesale

FCE uses proprietary models to assign each dealer a risk rating. The Financial model considers financial information including profitability, capital and liquidity at a point in time. This is supplemented by the Judgmental model which provides a structured framework within which additional financial information along with other qualitative and non-financial key factors are assessed. These other factors, that are considered significant in predicting a dealer's ability to meet its current and future obligations, include such elements as financial trends, management quality, vehicle inventory audit and payment experience. The models are subject to review to confirm the continued business significance and statistical predictability of the factors and updated to incorporate new factors or other information that improves their statistical predictability.

In addition, FCE verifies the existence of the assets collateralising the receivables by physical and approved non-physical audits of vehicle inventories, which are performed with increased frequency for higher risk (i.e., Group III and Group IV) dealers. Credit reviews are performed on each dealer at least annually and the dealer's risk rating adjusted if necessary.

The table below provides a high-level summary of dealer risk ratings. Financial and judgmental internal risk evaluation ratings are assigned to each dealer from 0 (best) to 9 (worst).

For the year ended 31 December	Note	Group	
		2010 £ mil	2009 £ mil
Group I (risk rating 0-3)		£ 2,868	£ 2,568
Group II (risk rating 4-5)		1,043	1,097
Group III (risk rating 6-7)		855	1,229
Group IV (risk rating 8-9)		1	4
Total gross wholesale and other loans and advances	15	£ 4,768	£ 4,899
Percentage analysis			
Group I (risk rating 0-3)		60.16%	52.43%
Group II (risk rating 4-5)		21.88%	22.40%
Group III (risk rating 6-7)		17.94%	25.09%
Group IV (risk rating 8-9)		0.02%	0.09%

The Financial risk evaluation ratings are based upon the latest published annual audited accounts information which typically are received by FCE locations between 8 and 10 months following the end of the dealer financial year. As a consequence, the ratings reported above for 2010 are mainly based on 2009 audited accounting data and FCE's management believes this reflects the increase in 2009 vehicle sales primarily due to a number of markets benefitting from Government car scrappage programmes during this period.

The percentages indicate that the percentage of Group I category dealers has increased during 2010, primarily

within UK, Spain, Germany and Italy and remains at this level reflecting dealer operating results in 2009 that management consider improved. The Group II, III and IV categories have all evidenced a decrease during 2010, again reflecting dealer operating results in 2009. This followed the increase seen during 2009 which management believes primarily reflected the impact of the European recession.

It is FCE's policy that wholesale amounts past due are either resolved to FCE's satisfaction in accordance with established policies and procedures or the loan is classified as impaired.

Notes to the consolidated financial statements for the year ended 31 December 2010

38 CREDIT RISK continued

Impairment

A provision for impairment losses is made against loans and advances to cover bad and doubtful debts which have been incurred and not separately identified, but which are known from experience to be present in portfolios of loans and advances. The provision is determined based on a number of factors including historical loss trends, the credit quality of the present portfolio and general economic factors.

Retail financing contracts are individually impaired as soon as it is apparent and reasonable to conclude that a credit

loss will arise and at no later than 120 days past due. Following the impairment of a retail financing contract the carrying value of the loan is reduced to reflect the average vehicle recovery value.

Following the impairment of a wholesale contract the carrying value of the loan is reduced to reflect the estimated collectible amount including the effect of partial or full guarantees or other forms of security (including physical stock).

Collateral

The majority of FCE's retail, leasing and wholesale financing plans have the benefit of a title retention plan or a similar security interest in the financed vehicle. In the case of customer default the value of the re-possessed collateral provides a source of protection.

Counterparty risk within loans and receivables

FCE has an established wholesale counterparty limit policy based on levels of exposure and risk ratings. Reports on the largest concentrations are prepared monthly and are regularly reviewed at the Credit Policy and Credit Risk Committee as well as at each scheduled Board of Directors meeting.

FCE's ten largest counterparty exposures including both amounts reported in loans and advances above and undrawn commercial credit facilities (refer to Note 36 'Commitments'), totalled £812 million (2009: £865 million). Deposits received from FCI (Note 27 'Due to parent and related undertakings') and other deposits (Note 26 'Corporate Deposits') are utilised to mitigate exposure concentrations.

Renegotiated loans

The value of renegotiated loans being previously past due or impaired at 31 December 2010 was £0.3 million (2009: £0.5 million).

Notes to the consolidated financial statements for the year ended 31 December 2010

38 CREDIT RISK continued

38b) Financial assets held at fair value through profit or loss

Cash and advances

Cash and advances, which are invested with a number of highly rated counterparties, have decreased to £1,080 million (2009: £1,296 million) which best represents the maximum exposure to credit risk in relation to cash and cash equivalents. FCE's five largest counterparty exposures included within Cash and advances total £975 million (2009: £834 million) and have long-term credit ratings of single-A or better. Refer to Note 11 'Cash and advances' for further details.

Marketable securities

The purchase of marketable securities exposes FCE to the risk that a counterparty may default on repayment. Such securities are invested with a number of highly rated government counterparties. As at 31 December 2010, the balance of £223 million best represents the maximum exposure to credit risk in relation to marketable securities. Refer to Note 12 'Marketable securities' for further details.

Derivative financial instruments

Use of derivatives exposes FCE to the risk that a counterparty may default on a derivative contract. FCE establishes exposure limits for each counterparty to minimise this risk and provide counterparty diversification.

FCE transacts with certain Ford related parties, which are non-rated entities. Substantially all of FCE's derivative related activities are transacted with financial institutions that have long-term credit ratings of single-A or better.

The aggregate fair value of derivative instruments in asset positions on 31 December, 2010 is £276 million, representing the maximum potential loss at that date if all counterparties failed to perform as contracted. Master agreements in place with counterparties generally allow for netting of certain exposures; therefore, the actual loss recognised if all counterparties failed to perform as contracted would be significantly lower. Refer to Note 13 'Derivative financial instruments' for further details.

For details on the valuation of financial assets and liabilities at fair value, refer to Note 42 'Financial Assets and Financial Liabilities'.

Notes to the consolidated financial statements for the year ended 31 December 2010

39 VEHICLE RESIDUAL VALUES

The following vehicle residual values relating to retail and operating leases, which are the responsibility of FCE, are included in 'Loans and advances to customers' and 'Property and equipment' respectively in the balance sheet.

Group

As at 31 December

Year in which the residual value will be recovered

	Retail residual values £ mil	Operating lease residual values £ mil	2010 £ mil	2009 £ mil
Within 1 year	£ 353	£ 132	£ 485	£ 655
Between 1-2 years	351	-	351	476
Between 2-5 years	226	-	226	228
More than 5 years	-	-	-	-
Total residual values	£ 930	£ 132	£ 1,062	£ 1,359

Company

As at 31 December

Year in which the residual value will be recovered

	Retail residual values £ mil	Operating lease residual values £ mil	2010 £ mil	2009 £ mil
Within 1 year	£ 353	£ 132	£ 485	£ 655
Between 1-2 years	351	-	351	476
Between 2-5 years	226	-	226	228
More than 5 years	-	-	-	-
Total residual values	£ 930	£ 132	£ 1,062	£ 1,359

Residual value risk is the possibility that the amount FCE obtains from returned vehicles will be less than the estimate of the expected residual value for the vehicle. As demonstrated in the tables above residual risk exposure within FCE predominantly relates to retail finance leases.

Retail residual values

The retail residual value figures included in the table above assume that all retail vehicles where FCE is subject to residual value risk will be returned. FCE is subject to residual value risk on certain retail or finance lease balloon payment products where the customer may choose to return the financed vehicle to FCE at the end of the contract. Residual values are established by reference to various sources of independent and proprietary knowledge. Guaranteed Minimum Future Values ('GMFV's) on retail plans are set below the future market value to protect customer equity and promote Trade Cycle Management products. FCE policy is that the GMFV must be a minimum of 5 per cent below the future market value and is increased to 8 per cent for terms less than 24 months. This policy is a key factor behind the annual rate of return (for vehicles financed under retail finance plans where FCE is subject to residual risk) being 3.0% (2009: 5.6%) of the maturing portfolio.

Residual value provisions are maintained to reflect the value of residual value risk within the financial statements. For further details refer to Accounting Policy C 'Critical accounting estimates', Accounting Policy Q 'Vehicle residual value provisions' and Note 17 'Provision for vehicle residual value losses'.

Operating lease residual values

All operating lease vehicles are subject to return at the end of the lease period unlike retail plans. FCE's exposure to operating lease has reduced following the outsourcing of the Full Service Leasing (FSL) portfolio in most European markets. The most significant operating lease portfolio remains in Germany which is the primary source of the operating lease residual value risk for FCE. For an additional discussion of residual value risk on operating leases, refer to Note 19 'Property and equipment' and Accounting Policy C 'Critical accounting estimates'.

Sensitivity analysis

If future resale values of FCE's existing portfolio of retail and operating lease vehicles were to decrease this would reduce income for retail vehicles and increase depreciation for operating leases. At 31st December 2010 if future resale values reduced by 1 per cent from the current resale values it is estimated this would increase the annual rate of return from the current position of 3.0% to 3.3% of the maturing portfolio and would have an adverse profit impact to the Company of approximately £2.1 million (2009: £3 million).

Notes to the consolidated financial statements for the year ended 31 December 2010

40 FINANCIAL MARKET RISK

The objective of financial market risk management is to lock-in the financing margin while limiting the impact of changes in interest rate and foreign exchange rates. Interest rate and currency exposures are monitored and managed by FCE as an integral part of its overall risk management program, which recognises the unpredictability of financial markets and seeks to reduce potential adverse effects on FCE's operating results.

The following table provides examples of certain activities undertaken, the related risks associated with such activities and the types of derivatives used in managing such risks.

Note	Activity	Risk	Type of Derivative
40a)	Investment and funding in foreign currencies	Sensitivity to change in foreign currency exchange rates	- Cross currency interest rate swaps - Foreign currency forward contracts
40b)	Funding of shorter dated or floating rate assets with longer dated fixed rate debt	Sensitivity to changes in interest rates arising from the repricing characteristics of assets not matching repricing of liabilities	- Pay floating rate and receive fixed rate interest rate swaps
	Funding of longer dated, fixed rate assets with shorter dated or floating rate debt	Sensitivity to changes in interest rates arising from the repricing characteristics of assets not matching repricing of liabilities	- Pay fixed rate and receive floating rate interest rate swaps

Use of derivatives

Exposure to financial market risk is reduced through the use of interest rate and foreign currency exchange derivatives. FCE's derivatives strategy is designed to mitigate risk; derivatives are not used for speculative purposes.

Company policies and controls are in place to manage these risks, including derivative effectiveness testing for derivatives designated in a hedging relationship.

The key derivative policies are:

- Prohibition of use for speculative purposes
- Prohibition of use of leveraged positions
- Requirement for regular in-depth exposure analysis
- Establish and document accounting treatment at onset of trade
- Establish exposure limits (including cash deposits) with counterparties
- Treasury employee's remuneration not being linked to individuals trading performance.

The key derivative controls are:

- Regular management reviews of policies, positions and planned actions
- Transactional controls including segregation of duties, approval authorities, competitive quotes and confirmation procedures
- Regular management review of portfolio mark to market valuations and potential future exposures
- Monitoring of counterparty creditworthiness
- Internal audits to evaluate controls and adherence to policies

Management information on FCE's exposures to foreign currencies and interest rate risk is provided in the following sections.

Notes to the consolidated financial statements for the year ended 31 December 2010

40a) CURRENCY RISK

In addition to the UK the Company operates branches in ten other European countries and has subsidiaries in the Czech Republic, Hungary and Poland which provide a variety of wholesale, leasing and retail vehicle financing (see Note 24 'Investment in group undertakings'). The functional currency of the Group's and Company's operations outside of the UK is the Euro, with the exception of the Company's subsidiaries in the Czech Republic, Hungary and Poland.

The main operating currencies are therefore Euro and Sterling. As FCE presents its consolidated financial statements in Sterling, these will be affected by foreign currency exchange rate movements between the Euro and Sterling. The Company does not hedge structural foreign currency investments in overseas operations as each investment is considered to be of a long term nature. The effect of foreign currency changes on investments in recognised in equity through the translation reserve.

FCE uses the Sterling as its presentation currency in its consolidated statements because it is primarily registered and regulated as a bank in the United Kingdom and has its head office operations in the same country.

FCE's policy is to minimise exposure to operating results from changes in currency exchange rates. Controls are in place to limit the size of transactional currency exposures. To meet funding objectives, the Company borrows in a variety of currencies. Exposure to currency exchange rates occurs if a mismatch exists between the currency of the receivables and the currency of the debt funding those receivables.

Wherever possible, the Company funds receivables with debt in the same currency, minimising exposure to exchange rate movements. When a different currency is used, it is the Company's policy that foreign currency derivatives are executed to convert substantially all of the foreign currency debt obligations to the local country currency of the receivables.

The net assets of investments in overseas branches and subsidiaries which give rise to the unrealised gain or losses recognised in FCE's foreign currency translation reserves are detailed below.

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Net assets of foreign operations				
Euro	£ 1,807	£ 1,957	£ 1,820	£ 1,931
Other non Euro currencies	4	18	73	88

Foreign currency translation reserves are detailed below.

As at 31 December	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Translation reserve:				
Euro	£ 348	£ 410	£ 362	£ 420
Other non Euro currencies	6	6	17	18
GBP	9	9	9	9
Total	£ 363	£ 425	£ 388	£ 447

Notes to the consolidated financial statements for the year ended 31 December 2010

40a) CURRENCY RISK continued

The table below shows transactional currency exposures which give rise to the net currency gains and losses recognised in the consolidated income statement.

As at 31 December 2010

Functional currency of operations	Transactional currency exposure					Total £mil
	US Dollar £mil	Euro £mil	Sterling £mil	Other £mil		
Euro	£ -	£ -	£ 2	£ -	£ -	£ 2
Sterling	13	(31)	-	1		(17)
Total assets/(liabilities)	£ 13	£ (31)	£ 2	£ 1	£ -	£ (15)

As at 31 December 2009

Functional currency of operations	Transactional currency exposure					Total £mil
	US Dollar £mil	Euro £mil	Sterling £mil	Other £mil		
Euro	£ -	£ -	£ 3	£ -	£ -	£ 3
Sterling	8	(65)	-	(1)		(58)
Total assets/(liabilities)	£ 8	£ (65)	£ 3	£ (1)	£ -	£ (55)

Such exposures comprise the monetary assets and liabilities that are not denominated in the operating (or 'functional') currency of the operating unit involved. The exposures shown are stated net of derivatives used to limit currency risk.

Due to the low levels of transactional currency exposure FCE's sensitivity to changes in currency exchange rates is not significant in terms of gains and losses recognised in the income statement.

Notes to the consolidated financial statements for the year ended 31 December 2010

40b) INTEREST RATE RISK

FCE's asset base consists primarily of fixed-rate retail installment sale, hire purchase, conditional sale and lease contracts, with an average life of approximately three years, and floating rate wholesale financing receivables with an average life of about 30 days. Funding sources consist primarily of securitisation and unsecured term debt. It is FCE's policy to execute interest rate swaps to change the interest rate characteristics of the debt to match, within a tolerance range, the interest rate characteristics of FCE's assets. This matching policy seeks to maintain margins and reduce profit volatility.

As a result of FCE's interest rate risk management processes (utilising hedging derivatives), and as a proportion of assets are funded by equity, the total level of assets re-pricing is greater than the level of debt re-pricing. Other things being equal, this means that during a period of rising interest rates, the interest income received on FCE's assets will increase more rapidly than the interest expense paid on its debt, thereby increasing pre-tax net interest income. Correspondingly, during a period of falling interest rates, FCE would expect its pre-tax net interest income to initially decrease.

To provide a quantitative measure of the sensitivity of pre-tax net interest income to changes in interest rates, FCE uses interest rate scenarios. These scenarios assume a hypothetical, instantaneous increase or decrease in interest rates of one hundred basis points across all maturities (a 'parallel shift'), impacting both assets and liabilities, as well as a base case that assumes that interest rates remain constant at existing levels. These interest rate scenarios do not represent an expectation of future interest rate movements. The differences in pre-tax net interest income between these scenarios and the base case over a twelve-month period represent an estimate of the sensitivity of FCE's pre-tax net interest income.

The sensitivity of interest income to changes in interest rates in the 12 months following the year ended 31 December 2010 and 2009 is detailed below.

	Group	
	2010 £ mil	2009 £ mil
Net interest income impact of 100 basis point rate change		
Increase	£ 15	£ 7
Decrease	(15)	(7)

The sensitivity analysis presented previously assumes a one hundred basis point rate change to the year-end yield curve that is both instantaneous and parallel and impacts the re-pricing of assets and liabilities. In reality, interest rate changes are rarely instantaneous or parallel and rates could move more or less than the one percentage point assumed. In addition, management has discretion over the pricing of its new assets, and may re-price assets to a greater or lesser degree than its liabilities re-price. As a result, the actual impact to pre-tax net interest income could be higher or lower than the results detailed above.

While the sensitivity analysis presented is FCE's best estimate of the impacts of the specified assumed interest rate scenarios, actual results could differ from those

projected. The model used to conduct this analysis is heavily dependent on assumptions. Embedded in the model are assumptions regarding the reinvestment of maturing asset principal, refinancing of maturing debt, and predicted repayment of retail installment sale and lease contracts ahead of the contract end date. Repayment projections ahead of contractual maturity are based on historical experience. If interest rates or other factors change, the actual prepayment experience could be different than projected. FCE has presented its sensitivity analysis on a pre-tax rather than an after-tax basis, to exclude the potentially distorting impact of assumed tax rates.

The interest rate sensitivity of FCE's assets and liabilities, including derivatives, is evaluated each month.

Notes to the consolidated financial statements for the year ended 31 December 2010

41 LIQUIDITY RISK

Group As at 31 December 2010		0-3 Months £ mil	4-12 Months £ mil	1-5 Years £ mil	5+ Years £ mil	Total £ mil
Assets	Note					
Cash and advances	A	£ 1,927	£ 25	£ 64	£ 78	£ 2,094
Marketable securities	F	223	-	-	-	223
Derivatives settled on a gross basis	E	1,164	10	-	-	1,174
Derivatives settled on a net basis	E	579	139	441	-	1,159
- Retail/Lease	B	796	2,043	3,899	4	6,742
- Wholesale	B	498	4,270	-	-	4,768
Loans and advances to customers	B	1,294	6,313	3,899	4	11,510
Operating leases	B	61	87	-	-	148
Other assets	D	232	-	-	-	232
Total asset inflows		£ 5,480	£ 6,574	£ 4,404	£ 82	£ 16,540
Liabilities						
Due to banks and other financial institutions	C	£ 308	£ 2,110	£ 1,355	£ -	£ 3,773
Corporate deposits	C	49	-	-	-	49
Due to parent and related undertakings	C	154	386	-	-	540
Debt securities in issue	C	849	517	4,679	-	6,045
Derivatives settled on a gross basis	E	1,157	10	-	-	1,167
Derivatives settled on a net basis	E	67	128	254	-	449
Other liabilities	D	121	12	-	-	133
Subordinated loans	D	2	50	118	955	1,125
Total liability outflows		£ 2,707	£ 3,213	£ 6,406	£ 955	£ 13,281
Net liquidity gap excluding off balance sheet items		£ 2,773	£ 3,361	£ (2,002)	£ (873)	£ 3,259
Cumulative net liquidity gap excluding off balance sheet items		£ 2,773	£ 6,134	£ 4,132	£ 3,259	
Available for use credit facilities:						
Granted by financial institutions to the company		£ 346				
Granted by FMCC to the company		1,723				
Granted by the company (Note 36)		-				
Total available for use credit facilities		£ 2,069				
Guarantees callable		£ (396)				
Cumulative net liquidity gap including off balance sheet items		£ 4,446	£ 7,807	£ 5,805	£ 4,932	

Notes to the consolidated financial statements for the year ended 31 December 2010

41 LIQUIDITY RISK continued

Group As at 31 December 2009	Note	0-3 Months £ mil	4-12 Months £ mil	1-5 Years £ mil	5+ Years £ mil	Total £ mil
Assets						
Cash and advances	A	£ 2,405	£ -	£ 129	£ 52	£ 2,586
Marketable securities	F	-	-	-	-	-
Derivatives settled on a gross basis	E	575	214	423	-	1,212
Derivatives settled on a net basis	E	200	108	561	2	871
- Retail/Lease	B	906	2,384	5,255	8	8,553
- Wholesale	B	519	4,460	-	-	4,979
Loans and advances to customers	B	1,425	6,844	5,255	8	13,532
Operating leases	B	4	33	71	-	108
Other assets	D	359	-	-	-	359
Total asset inflows		£ 4,968	£ 7,199	£ 6,439	£ 62	£ 18,668
Liabilities						
Due to banks and other financial institutions	C	£ 1,837	£ 3,151	£ 1,564	£ -	£ 6,552
Corporate deposits	C	22	-	-	-	22
Due to parent and related undertakings	C	400	320	-	-	720
Debt securities in issue	C	446	558	4,887	-	5,891
Derivatives settled on a gross basis	E	576	204	501	-	1,281
Derivatives settled on a net basis	E	100	187	404	2	693
Other liabilities	D	129	19	-	-	148
Subordinated loans	D	5	178	159	230	572
Total liability outflows		£ 3,515	£ 4,617	£ 7,515	£ 232	£ 15,879
Net liquidity gap excluding off balance sheet items		£ 1,453	£ 2,582	£ (1,076)	£ (170)	£ 2,789
Cumulative net liquidity gap excluding off balance sheet items		£ 1,453	£ 4,035	£ 2,959	£ 2,789	
Available for use credit facilities:						
Granted by financial institutions to the company		£ 400				
Granted by FMCC to the company		2,221				
Granted by the company (Note 36)		-				
Total available for use credit facilities		£ 2,621				
Guarantees callable		£ (281)				
Cumulative net liquidity gap including off balance sheet items		£ 3,793	£ 6,375	£ 5,299	£ 5,129	

Notes to the consolidated financial statements for the year ended 31 December 2010

41 LIQUIDITY RISK continued

Company As at 31 December 2010		0-3 Months £ mil	4-12 Months £ mil	1-5 Years £ mil	5+ Years £ mil	Total £ mil
Assets	Note					
Cash and advances	A	£ 1,126	£ 25	£ 64	£ 77	£ 1,292
Marketable securities	F	223	-	-	-	223
Derivatives settled on a gross basis	E	1,164	10	-	-	1,174
Derivatives settled on a net basis	E	574	124	390	-	1,088
- Retail/Lease	B	785	2,010	3,844	4	6,643
- Wholesale	B	485	4,106	-	-	4,591
Loans and advances to customers	B	1,270	6,116	3,844	4	11,234
Operating leases	B	61	87	-	-	148
Other assets	D	1,496	-	-	-	1,496
Total asset inflows		£ 5,914	£ 6,362	£ 4,298	£ 81	£ 16,655
Liabilities						
Due to banks and other financial institutions	C	£ 109	£ 913	£ 420	£ -	£ 1,442
Corporate deposits	C	49	-	-	-	49
Due to parent and related undertakings	C	1,063	2,839	1,479	-	5,381
Debt securities in issue	C	699	43	3,432	-	4,174
Derivatives settled on a gross basis	E	1,157	10	-	-	1,167
Derivatives settled on a net basis	E	520	140	286	-	946
Other liabilities	D	120	12	-	-	132
Subordinated loans	D	2	50	118	955	1,125
Total liability outflows		£ 3,719	£ 4,007	£ 5,735	£ 955	£ 14,416
Net liquidity gap excluding off balance sheet items		£ 2,195	£ 2,355	£ (1,437)	£ (874)	£ 2,239
Cumulative net liquidity gap excluding off balance sheet items		£ 2,195	£ 4,550	£ 3,113	£ 2,239	
Available for use credit facilities:						
Granted by financial institutions to the company		£ 346				
Granted by FMCC to the company		1,723				
Granted by the company (Note 36)		(43)				
Total available for use credit facilities		£ 2,026				
Guarantees callable		£ (396)				
Cumulative net liquidity gap including off balance sheet items		£ 3,825	£ 6,180	£ 4,743	£ 3,869	

Notes to the consolidated financial statements for the year ended 31 December 2010

41 LIQUIDITY RISK continued

Company As at 31 December 2009		0-3 Months £ mil	4-12 Months £ mil	1-5 Years £ mil	5+ Years £ mil	Total £ mil
Assets	Note					
Cash and advances	A	£ 1,448	£ -	£ 129	£ 51	£ 1,628
Marketable securities	F	-	-	-	-	-
Derivatives settled on a gross basis	E	575	214	423	-	1,212
Derivatives settled on a net basis	E	195	86	469	1	751
- Retail/Lease	B	862	2,357	5,216	8	8,443
- Wholesale	B	500	4,333			4,833
Loans and advances to customers	B	1,362	6,690	5,216	8	13,276
Operating leases	B	4	33	71	-	108
Other assets	D	543	-	-	-	543
Total asset inflows		£ 4,127	£ 7,023	£ 6,308	£ 60	£ 17,518
Liabilities						
Due to banks and other financial institutions	C	£ 1,379	£ 1,020	£ 608	£ -	£ 3,007
Corporate deposits	C	22	-	-	-	22
Due to parent and related undertakings	C	1,096	2,860	574	-	4,530
Debt securities in issue	C	306	134	4,183	-	4,623
Derivatives settled on a gross basis	E	576	204	501	-	1,281
Derivatives settled on a net basis	E	71	111	282	1	465
Other liabilities	D	125	19	-	-	144
Subordinated loans	D	5	178	159	230	572
Total liability outflows		£ 3,580	£ 4,526	£ 6,307	£ 231	£ 14,644
Net liquidity gap excluding off balance sheet items		£ 547	£ 2,497	£ 1	£ (171)	£ 2,874
Cumulative net liquidity gap excluding off balance sheet items		£ 547	£ 3,044	£ 3,045	£ 2,874	
Available for use credit facilities:						
Granted by financial institutions to the company		£ 400				
Granted by FMCC to the company		2,221				
Granted by the company (Note 36)		(44)				
Total available for use credit facilities		£ 2,577				
Guarantees callable		£ (281)				
Cumulative net liquidity gap including off balance sheet items		£ 2,843	£ 5,340	£ 5,341	£ 5,170	

Notes to the consolidated financial statements for the year ended 31 December 2010

41 LIQUIDITY RISK continued

Basis of liquidity risk analysis

The tables within this note analyse gross undiscounted contractual cash flows from assets and liabilities into relevant maturity groupings based on the criteria detailed in the following table.

The 'Net liquidity gap excluding off balance sheet items' is reported excluding behavioural adjustments for customer early settlements.

The 'Net liquidity gap including off balance sheet items' includes available for use credit facilities.

Both of the above gap figures assume that the inflows related to retail, leasing and wholesale financing plans occur on the latest contractual date and that the repayment of debt occurs at the earliest possible repayment date. Accordingly FCE's expected liquidity position based on cash inflows and outflows is more favourable than as presented within this note.

Note	Cash flows from assets and liabilities are allocated to the appropriate time bands as follows:
A	Based on availability of 'cash and advances' as follows (Note 11): <ul style="list-style-type: none"> 'Cash and cash equivalents' classified by contractual maturity date. 'Other deposits' which are typically not available for use in day to day operations classified based on the latest possible repayment date.
B	Customer payments are assumed to occur on the latest contractual date and no behavioral adjustments are made for customer early settlements: <ul style="list-style-type: none"> Retail finance and lease contracts and operating lease vehicles (reported within Note 18 'Property and Equipment') generally require customers to pay equal monthly installments over the life of the contract. Wholesale financing for new and used vehicles held in dealers inventory - A bullet repayment schedule is utilised as the principal is typically repaid in one lump sum at the end of the financing period.
C	Classified to the earliest possible repayment date which means the first rollover date, or the shortest period of notice required to withdraw the funds or exercise a break clause where applicable.
D	Classified according to the remaining period to maturity.
E	Forward foreign exchange contracts and cross currency interest rate swaps are recorded on a contractual cash flow basis.
F	Marketable securities are considered as available liquidity on demand.

Available for use credit facilities

Available committed securitisation capacity

FCE maintains committed securitisation capacity consisting of agreements with banks and asset backed commercial paper conduits under which these parties are contractually obligated, at FCE's option, to purchase eligible receivables, or make advances under asset backed securities. Refer to the Capital and Funding section of the Directors report for further details.

Unsecured credit facilities granted by financial institutions to the company

At 31 December 2010 the Company had £689 million (2009: £802 million) of contractually committed credit facilities with financial institutions of which £343 million (2009: £402 million) has been utilised resulting in £346 million (2009: £400 million) being available for use which are reported within the Liquidity Risk tables as 'Available for use credit facilities – Granted by financial institutions to the Company'. Of these credit lines, £651 million expire in 2011 and £38m expire in 2012. All of these facilities have substantially identical contract terms (other than commitment amounts) and are free of material adverse change clauses, restrictive financial covenants (for example, debt-to-equity limitations and minimum net worth requirements) and credit rating triggers that could limit the Company's ability to borrow.

Unsecured credit facilities granted by FMCC to the Company

A EUR 2.0 billion (2009: EUR 2.5 billion) short term revolving facility' has been provided by FMCC to the Company which matures on 31 December 2011 or earlier upon 90 days notice from FMCC. As at 31 December 2010 no amounts had been drawn under this facility (2009: nil).

Liquid assets

Included within 'Cash and advances to banks' is £761 million (2009: £979 million) of cash and cash equivalents held centrally as additional liquidity in excess of immediate funding requirements. This forms part of FCE's liquidity reserves and has been retained in order to protect FCE against market uncertainties.

As at 31 December 2010, FCE held £223 million of marketable securities consisting of investments in highly rated government debt also as a source of liquidity in excess of immediate funding requirements.

Restatement

Cash associated with securitisation transactions was previously analysed on the basis of the maturity of the relevant transaction. Balances have now been restated to reflect availability of securitisation cash to support the liabilities of the special purpose entities and better reflect the liquidity risk of the Group.

Notes to the consolidated financial statements for the year ended 31 December 2010

42 FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Detailed on the following page is a comparison by category of the carrying values and fair values of the financial assets and financial liabilities.

Fair value is obtained by calculating the amount at which an asset or liability could be exchanged in an arm's length transaction between informed and willing parties other than in a forced liquidation.

FCE measures the fair value of its assets and liabilities based on the fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following measurements:

- Level 1: inputs include quoted prices for identical instruments and are the most observable.
- Level 2: inputs include quoted prices for similar assets and observable inputs such as interest rates, currency exchange rates and yield curves.
- Level 3: inputs are not observable in the market and include management's judgments about the assumptions market participants would use in pricing the asset or liability.

For FCE, measurements of fair values classified at level 3 includes longer-dated instruments where observable interest rates or foreign exchange rates are not available for all periods through to maturity, in this case, the last available data point is held constant through to maturity. Additionally, for securitisation interest rate swaps, management judgment is used in estimating timing of cash flows which may vary based on actual repayments of securitised contracts.

Due to the low levels of derivative fair values measured at level 3, FCE's sensitivity to changes in assumptions is not significant in terms of gains and losses recognised in the income statement.

Derivative financial instruments

The fair values of derivatives are calculated using market rates and industry standard valuation models. All derivatives are included in assets when the fair value is positive and in liabilities when the fair value is negative.

Financial assets

Cash and advances to banks include inter-bank placements and items in the course of collection. The fair value of floating rate placements and overnight deposits is their carrying amount. The estimated fair value of fixed interest bearing deposits is based on discounted cash flows using prevailing money-market interest rates for debts with similar credit risk and remaining maturity.

Short term receivables and loans receivable: The book value of short-term receivables and loans receivable approximates fair value due to the short maturities of these assets.

Loans and advances to customers: The fair value is calculated by discounting anticipated future cash flows using an estimated discount rate that reflects the following:

- Expected credit losses
- Customer prepayments
- Expected future interest rates

FCE uses statistical methods that divide receivables into segments by type of receivables and contractual term.

Financial liabilities

The aggregate fair values of financial liabilities are calculated as follows:

- Subordinated loans with no stated maturity date are reported based on the amount repayable on demand
- The book value of short-term debt, trade payable and accounts payable to subsidiary and related undertakings approximates fair value due to the short maturities of these liabilities
- The fair value of all other debt is estimated based upon quoted market prices, current market rates for similar debt with approximately the same remaining maturities, or discounted cash flow models utilising current market rates

Accordingly the information as presented does not purport to represent, nor should it be construed to represent, the underlying value of the business as a going concern.

Notes to the consolidated financial statements for the year ended 31 December 2010

42 FINANCIAL ASSETS AND FINANCIAL LIABILITIES continued

As at 31 December	Notes	Carrying Value		Fair Value	
		2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
GROUP FINANCIAL ASSETS					
Financial assets at fair value through profit and loss					
Cash and advances	11	2,094	2,586	2,094	2,586
Marketable securities	12	223	-	223	-
Derivative financial instruments	13	£ 276	£ 380	£ 276	£ 380
Financial assets at amortised cost					
Accounts receivables	14	173	303	173	303
Loans and advances to customers	15				
Retail		6,091	7,586	6,124	7,603
Wholesale/other		4,727	4,886	4,727	4,886
GROUP FINANCIAL LIABILITIES					
Financial liabilities at fair value through profit and loss					
Derivative financial instruments	13	£ 158	£ 269	£ 158	£ 269
Financial liabilities at amortised cost					
-Listed Debt:					
Debt securities in issue	28	6,016	4,786	6,452	4,734
-Unlisted Debt:					
Due to banks & other financial institutions	25	3,772	6,370	3,761	6,328
Corporate deposits	26	49	22	49	22
Due to parent and related undertakings	27	540	709	519	709
Debt securities in issue	28	43	178	44	180
Trade payables	29	121	129	121	129
Subordinated loans	30	287	446	302	441
COMPANY FINANCIAL ASSETS					
Financial assets at fair value through profit and loss					
Cash and advances	11	1,292	1,628	1,292	1,628
Marketable securities	12	223	-	223	-
Derivative financial instruments	13	£ 274	£ 380	£ 274	£ 380
Financial assets at amortised cost					
Accounts receivable	14	1,058	409	1,058	409
Loans receivable	14	380	78	380	78
Loans and advances to customers	15				
Retail		5,993	7,474	6,036	7,520
Wholesale/other		4,550	4,747	4,550	4,747
COMPANY FINANCIAL LIABILITIES					
Financial liabilities at fair value through profit and loss					
Derivative financial instruments	13	£ 106	£ 159	£ 106	£ 159
Financial liabilities at amortised cost					
-Listed Debt:					
Debt securities in issue	28	4,144	3,581	4,564	3,536
-Unlisted Debt:					
Due to banks & other financial institutions	25	1,442	2,934	1,432	2,925
Corporate deposits	26	49	22	49	22
Due to parent and related undertakings	27	5,382	4,511	5,373	4,511
Debt securities in issue	28	43	178	44	180
Trade payables	29	121	126	121	126
Subordinated loans	30	287	446	302	441

The carrying value of financial assets broadly equates to the maximum exposure to credit risk with the exception of Wholesale receivables as the Company extends to certain dealers approved lines of credit as detailed in Note 36 'Commitments'. For reasons of materiality the fair values of guarantees is not separately disclosed.

Notes to the consolidated financial statements for the year ended 31 December 2010

42 FINANCIAL ASSETS AND FINANCIAL LIABILITIES continued

The table below represents the assets and liabilities of the Company and Group that are measured at fair value as at 31 December 2010.

GROUP							
As at 31 December 2010	Level 1	Level 2	Level 3	Total			
	£ mil	£ mil	£ mil	£ mil			
Financial assets at fair value through profit and loss							
Cash and advances	£ 2,094	£ -	£ -	£		£	2,094
Marketable securities	223	-	-				223
Derivative financial instruments	-	226	50				276
Financial liabilities at fair value through profit and loss							
Derivative financial instruments	£ -	£ 100	£ 58	£		£	158
As at 31 December 2009							
	Level 1	Level 2	Level 3	Total			
	£ mil	£ mil	£ mil	£ mil			
Financial assets at fair value through profit and loss							
Cash and advances	£ 2,586	£ -	£ -	£		£	2,586
Derivative financial instruments	-	269	111				380
Financial liabilities at fair value through profit and loss							
Derivative financial instruments	£ -	£ 154	£ 115	£		£	269
COMPANY							
As at 31 December 2010	Level 1	Level 2	Level 3	Total			
	£ mil	£ mil	£ mil	£ mil			
Financial assets at fair value through profit and loss							
Cash and advances	£ 1,045	£ -	£ -	£		£	1,045
Marketable securities	223	-	-				223
Derivative financial instruments	-	226	48				274
Financial liabilities at fair value through profit and loss							
Derivative financial instruments	£ -	£ 100	£ 6	£		£	106
As at 31 December 2009							
	Level 1	Level 2	Level 3	Total			
	£ mil	£ mil	£ mil	£ mil			
Financial assets at fair value through profit and loss							
Cash and advances	£ 1,628	£ -	£ -	£		£	1,628
Derivative financial instruments	-	269	111				380
Financial liabilities at fair value through profit and loss							
Derivative financial instruments	£ -	£ 154	£ 5	£		£	159

Notes to the consolidated financial statements for the year ended 31 December 2010

42 FINANCIAL ASSETS AND FINANCIAL LIABILITIES continued

Reconciliation of changes in level 3 financial instrument balances.

	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Derivative financial instruments (net)				
Fair value at 1 January	£ 106	£ 162	£ (4)	£ (2)
Total realised / unrealised gains / (losses)	10	58	(11)	(3)
Net settlements	(74)	(110)	7	1
Net transfers into /(out of) level 3	-	(4)	-	-
Fair value at 31 December	£ 42	£ 106	£ (8)	£ (4)
Changes in unrealised gains / (losses) on instruments still held at 31 December	£ (10)	£ 7	£ (5)	£ 24
Analysis of total realised / unrealised gains / (losses)				
Interest expense	£ 72	£ 111	£ (7)	£ (1)
Translation reserve	-	-	2	8
Fair value adjustments to financial instruments	(62)	(53)	(6)	(10)
Total realised / unrealised gains / (losses)	£ 10	£ 58	£ (11)	£ (3)

Restatement

The 'Analysis of total realised / unrealised gains / (losses)' has been restated in 2010 to correctly reflect the impact of interest expense, changes in translation reserve and fair value adjustments to financial instruments. This change has no impact on the reconciliation of changes in level 3 financial instrument balances.

Notes to the consolidated financial statements for the year ended 31 December 2010

43 RELATED PARTY TRANSACTIONS

Parties are considered to be related if they are under common control and if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

A number of transactions are entered into with related parties in the normal course of business. The Company and its subsidiaries are separate, legally distinct companies from Ford and Ford's automotive affiliates and transactions are carried out on commercial terms and at market rates and enforced by FCE in a commercially reasonable manner. In addition to participating in retirement benefit plans sponsored by Ford and Volvo subsidiaries (discussed in Note 34 'Retirement benefit obligations'); the Company has a support agreement with FMCC in regard to Shareholders' funds (detailed in Note 31 'Ordinary shares and share premium').

Related parties

Parent undertakings - this includes FCI, FMCC and Ford. For further information refer to Note 46 'FCE and other related party information',

Directors and officers - reported in Note 6 'Transactions with Directors and Officers',

Entities under common control – which includes all subsidiaries of Ford except for those entities already reported within 'Subsidiaries of the company' and 'Parent undertakings'. Transactions reported in this category include:

- Provision of approved lines of credit, mortgages, working capital and other types of loans which mainly relates to automotive partner vehicle dealers in which Ford maintains a controlling interest;
- The receipt of interest income from Ford and its related companies arising from loans, interest supplements and other support costs in regard to a variety of retail and wholesale finance plans;
- Guarantees provided on behalf of other related parties of which further details can be found Note 35 'Contingent liabilities';
- Guarantees received from other related parties primarily for wholesale vehicle finance plans.

There have been no other significant changes in transactions with related parties in the period to 31 December 2010. For further details refer to the following Company and Group disclosures.

FCE has reported related party transactions with the following categories, described below:

- Parent undertakings;
- Directors and officers;
- Entities under common control;
- Jointly controlled entities.

As at 31 December 2010 adjustments to the carrying value of loans and advances to customers relating to interest supplements from related parties totalled £193 million (2009: £258 million) and are reported in Note 15 'Loans and advances to customers'. Interest supplements earned and recorded in the income statement for the year ended 31 December 2010 were £558 million (2009: £481 million).

The Company has guaranteed obligations of Ford in Romania. For further information please refer to Note 27 'Due to parent and related undertakings' and Note 35 'Contingent liabilities'.

Jointly controlled entity - FCE's only jointly controlled entity is Forso for which information has been disclosed in Note 23 'Investment in a jointly controlled entity'.

Notes to the consolidated financial statements for the year ended 31 December 2010

43 RELATED PARTY TRANSACTIONS continued

The value of related party transactions, outstanding balances at 31 December, and relating expense and income for the year are as follows:

Group	Parent Undertakings		Entities under common control		Jointly Controlled Entity	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Accounts receivable						
Accounts receivable at 1 January	£ -	£ -	£ 104	£ 236	£ 12	£ (7)
Additions to accounts receivable during the year	3	-	2,027	2,598	70	252
Repayments during the year (Footnote 4)	(2)	-	(2,060)	(2,730)	(81)	(233)
Accounts receivable at 31 December	£ 1	£ -	£ 71	£ 104	£ 1	£ 12
Loans						
Loans outstanding at 1 January	£ -	£ -	£ 236	£ 196	£ -	£ -
Loans issued during the year	-	-	2,249	2,124	-	-
Loan repayments during the year (Footnote 4)	-	-	(2,289)	(2,084)	-	-
Loans outstanding at 31 December	£ -	£ -	£ 196	£ 236	£ -	£ -
Investment in jointly controlled entity						
Investment at 1 January	£ -	£ -	£ -	£ -	£ 41	£ 45
Dividend received during the year	-	-	-	-	(3)	-
Share of net income during the year	-	-	-	-	6	-
Foreign currency translation adjustment	-	-	-	-	1	(4)
Investment at 31 December	£ -	£ -	£ -	£ -	£ 45	£ 41
Accounts payable						
Accounts payable at 1 January	£ 11	£ 21	£ 193	£ 309	£ 1	£ (8)
Additions to accounts payable during the year	82	126	32,663	35,220	1	78
Repayments during the year (Footnote 4)	(85)	(136)	(32,797)	(35,336)	(2)	(69)
Accounts payable at 31 December	£ 8	£ 11	£ 59	£ 193	£ 0	£ 1
Deposits received/subordinated loans						
Deposits at 1 January	£ 671	£ 2,033	£ 322	£ 290	£ -	£ -
Deposits received during the year	577	1,733	430	819	-	-
Deposits repaid during the year (Footnote 4)	(836)	(3,095)	(405)	(787)	-	-
Deposits at 31 December	£ 412	£ 671	£ 347	£ 322	£ -	£ -
Revenue						
Interest supplements earned	£ -	£ -	£ 455	£ 440	£ -	£ -
Interest income related parties	-	-	9	28	-	-
Service fees received/(paid) (Footnote 1)	(13)	(9)	(17)	(16)	3	2
Expense						
Interest expense on deposits	£ 4	£ 18	£ -	£ -	£ -	£ -
Interest expense	26	86	7	6	-	-
Guarantees						
Guarantees provided (Note 35)	£ -	£ -	£ 396	£ 274	£ -	£ -
Commitments to lend (Footnote 3)	-	-	-	-	-	-
Guarantees received	-	-	428	310	-	-
Group tax relief (Footnote 2)	£ -	£ -	£ 82	£ 106	£ -	£ -
Dividends paid (Note 32)	£ 390	£ 85	£ -	£ -	£ -	£ -
Dividends received	£ -	£ -	£ -	£ -	£ 3	£ -
Derivatives						
Derivatives year end positive fair value	£ -	£ -	£ 11	£ 1	£ -	£ -
Derivatives year end negative fair value	-	-	-	5	-	-

Notes to the consolidated financial statements for the year ended 31 December 2010

43 RELATED PARTY TRANSACTIONS continued

The value of related party transactions, outstanding balances at 31 December, and relating expense and income for the year are as follows:

Company	Subsidiaries of the Company		Parent Undertakings		Entities under common control		Jointly Controlled Entity	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
Accounts receivable								
Accounts receivable at 1 January	£ 110	£ 219	£ -	£ -	£ 102	£ 233	£ 12	£ (7)
Additions to accounts receivable during the year	24,937	32,367	3	-	2,010	2,578	70	252
Repayments during the year (Footnote 4)	(24,160)	(32,476)	(2)	-	(2,042)	(2,709)	(81)	(233)
Accounts receivable at 31 December	£ 887	£ 110	£ 1	£ -	£ 70	£ 102	£ 1	£ 12
Loans								
Loans outstanding at 1 January	£ 78	£ 109	£ -	£ -	£ 236	£ 196	£ -	£ -
Loans issued during the year	3,813	2,736	-	-	2,249	2,124	-	-
Loan repayments during the year (Footnote 4)	(3,511)	(2,767)	-	-	(2,289)	(2,084)	-	-
Loans outstanding at 31 December	£ 380	£ 78	£ -	£ -	£ 196	£ 236	£ -	£ -
Investment in group undertakings (Note 24)								
Cost at 1 January	£ 63	£ 177	£ -	£ -	£ -	£ -	£ -	£ -
Additional investments during the year	276	-	-	-	-	-	-	-
Reduction of investments during the year	-	(114)	-	-	-	-	-	-
Cost at 31 December	£ 339	£ 63	£ -	£ -	£ -	£ -	£ -	£ -
Accounts payable								
Accounts payable at 1 January	£ 65	£ 66	£ 11	£ 21	£ 183	£ 294	£ 1	£ (8)
Additions to accounts payable during the year	15,670	16,834	82	126	31,394	33,583	1	78
Repayments during the year (Footnote 4)	(15,717)	(16,835)	(85)	(136)	(31,528)	(33,694)	(2)	(69)
Accounts payable at 31 December	£ 18	£ 65	£ 8	£ 11	£ 49	£ 183	£ 0	£ 1
Deposits received/subordinated loans								
Deposits at 1 January	£ 3,778	£ 6,385	£ 671	£ 2,033	£ 289	£ 255	£ -	£ -
Deposits received during the year	21,567	20,386	577	1,733	426	817	-	-
Deposits repaid during the year (Footnote 4)	(21,108)	(22,993)	(836)	(3,095)	(396)	(783)	-	-
Deposits at 31 December	£ 4,237	£ 3,778	£ 412	£ 671	£ 319	£ 289	£ -	£ -
Revenue								
Interest supplements earned	£ -	£ -	£ -	£ -	£ 438	£ 424	£ -	£ -
Interest income related parties	5	8	-	-	9	28	-	-
Service fees received/(paid) (Footnote 1)	2	1	(13)	(9)	(17)	(16)	3	2
Expense								
Interest expense on deposits	£ -	£ -	£ 4	£ 18	£ -	£ -	£ -	£ -
Interest expense	1	1	26	86	5	5	-	-
Guarantees								
Guarantees provided (Note 35)	£ -	£ -	£ -	£ -	£ 396	£ 274	£ -	£ -
Commitments to lend (Footnote 3)	43	26	-	-	-	-	-	-
Guarantees received	-	-	-	-	428	310	-	-
Group tax relief (Footnote 2)	£ 1	£ 1	£ -	£ -	£ 82	£ 106	£ -	£ -
Dividends paid (Note 32)	£ -	£ -	£ 390	£ 85	£ -	£ -	£ -	£ -
Dividends received	£ 9	£ -	£ -	£ -	£ -	£ -	£ 3	£ -
Derivatives								
Derivatives year end positive fair value	£ -	£ -	£ -	£ -	£ 11	£ 1	£ -	£ -
Derivatives year end negative fair value	-	-	-	-	-	5	-	-

Notes to the consolidated financial statements for the year ended 31 December 2010

44 SEGMENT REPORTING

Segmental data reported includes income, expenses and other financial information for the year ended 31 December 2010 and asset information as at 31 December 2010.

44a) Performance measurement figures	UK	Germany	Italy	Spain	France	Central / Other	Total
	2010 \$ mil	2010 \$ mil	2010 \$ mil	2010 \$ mil	2010 \$ mil	2010 \$ mil	2010 \$ mil
Market income	\$ 372	\$ 486	\$ 209	\$ 100	\$ 117	\$ 229	\$ 1,513
Borrowing costs	(229)	(302)	(139)	(58)	(70)	(127)	(925)
Operating expenses	(70)	(112)	(29)	(47)	(24)	(60)	(342)
Impairment losses	(11)	5	(9)	0	1	10	(4)
Other revenue / (expenses)	3	28	0	3	(1)	(17)	16
Profit/(loss) before tax	\$ 65	\$ 105	\$ 32	\$ (2)	\$ 23	\$ 35	\$ 258
Net receivables	\$ 4,406	\$ 6,068	\$ 2,316	\$ 963	\$ 1,327	\$ 2,420	\$ 17,500

44b) Reconciliation between certain performance measurement figures 44a) and Additional Information 44c)

Performance measurement figures	Market Income mil	Borrowing Costs mil	Operating Expenses mil	Impairment Losses mil	PBT mil	Net Receivables mil
Reportable segments	\$ 1,284	\$ (798)	\$ (282)	\$ (14)	\$ 223	\$ 15,080
Central operations / other	229	(127)	(60)	10	35	2,420
Total	\$ 1,513	\$ (925)	\$ (342)	\$ (4)	\$ 258	\$ 17,500
Converted to GBP	£ 978	£ (598)	£ (221)	£ (2)	£ 167	£ 11,269
IFRS vs US GAAP	20	-	(8)	-	8	(14)
Presentational differences						
Operating leases	117	-	-	-	-	(148)
Interest supplements	-	-	-	-	-	(193)
Provision for incurred losses	-	-	-	-	-	(82)
Fees and commission expense	8	-	-	-	-	-
Residual gains / losses / reserve	5	-	-	-	-	(7)
Other presentational differences	(25)	(7)	14	(8)	4	(7)
Adjustments						
Risk based equity adjustment	-	71	-	-	71	-
Other performance adjustments	-	(5)	-	-	(12)	-
Timing adjustments	-	-	-	1	1	-
Total Reconciliation to IFRS	£ 1,103	£ (539)	£ (215)	£ (9)	£ 239	£ 10,818
IFRS basis						
Total revenue (See 44c)	£ 1,103					
Interest expense		£ (539)				
Operating expenses			£ (215)			
Impairment losses on loans and advances				£ (9)		
Profit / (Loss) before tax (See 44c)					£ 239	
Net loans and advances to customers (See 44c)						£ 10,818

44c) Additional Information - IFRS basis	UK	Germany	Italy	Spain	France	Central / Other	Total
	2010 £ mil	2010 £ mil	2010 £ mil	2010 £ mil	2010 £ mil	2010 £ mil	2010 £ mil
INCOME STATEMENT							
Retail revenue	£ 142	£ 215	£ 64	£ 39	£ 30	£ 49	£ 539
Wholesale revenue	88	50	60	26	38	78	340
Other interest income	5	1	1	-	1	6	14
Fee and commission income	9	35	10	2	8	6	70
Income from operating leases	-	136	-	-	-	4	140
Total external revenue	£ 244	£ 437	£ 135	£ 67	£ 77	£ 143	£ 1,103
Inter-segment revenue	-	2	-	1	-	(3)	-
Total Revenue	£ 244	£ 439	£ 135	£ 68	£ 77	£ 140	£ 1,103
Depreciation of property and equipment 19	-	(97)	-	-	-	(3)	(100)
Amortisation of other intangibles 22	-	-	-	-	-	(4)	(4)
Profit/(loss) before tax	£ 54	£ 45	£ 25	£ 12	£ 11	£ 92	£ 239
<i>Memo - Including Exceptional Items</i> 9	(5)	(2)	2	(10)	(1)	(2)	(18)
ASSETS							
Net loans and advances to customers 15	£ 2,793	£ 3,588	£ 1,466	£ 596	£ 835	£ 1,540	£ 10,818
Property and equipment	1	146	-	1	-	5	153
Investment in jointly controlled entity 23	-	-	-	-	-	45	45
Total assets	£ 2,835	£ 4,246	£ 1,847	£ 698	£ 1,013	£ 3,373	£ 14,012

Notes to the consolidated financial statements for the year ended 31 December 2010

44 SEGMENT REPORTING continued

Segmental data reported includes income, expenses and other financial information for the year ended 31 December 2009 and asset information as at 31 December 2009

44a) Performance measurement figures	UK	Germany	Italy	Spain	France	Central / Other	Total
	2009 \$ mil	2009 \$ mil	2009 \$ mil	2009 \$ mil	2009 \$ mil	2009 \$ mil	2009 \$ mil
Market income	\$ 458	\$ 544	\$ 246	\$ 172	\$ 136	\$ 281	\$ 1,837
Borrowing costs	(296)	(336)	(160)	(92)	(89)	(168)	(1,141)
Operating expenses	(69)	(102)	(19)	(43)	(24)	(72)	(329)
Impairment losses	(21)	(53)	(24)	(126)	(4)	(18)	(246)
Other revenue / (expenses)	36	10	(3)	(27)	(1)	3	18
Profit/(loss) before tax	\$ 108	\$ 63	\$ 40	\$ (116)	\$ 18	\$ 26	\$ 139
Net receivables	\$ 5,287	\$ 6,790	\$ 3,000	\$ 1,692	\$ 1,480	\$ 2,759	\$ 21,008

44b) Reconciliation between certain performance measurement figures 44a) and Additional Information 44c)

Performance measurement figures	Market Income mil	Borrowing Costs mil	Operating Expenses mil	Impairment Losses mil	PBT mil	Net Receivables mil
Reportable Segments	\$ 1,556	\$ (973)	\$ (257)	\$ (228)	\$ 113	\$ 18,249
Central operations / other	281	(168)	(72)	(18)	26	2,759
Total	\$ 1,837	\$ (1,141)	\$ (329)	\$ (246)	\$ 139	\$ 21,008
Converted to GBP	£ 1,154	£ (718)	£ (207)	£ (154)	£ 87	£ 12,974
IFRS vs US GAAP	39	-	(14)	-	11	(22)
Presentational Differences:						
Operating Leases	119	-	-	-	-	(106)
Unearned interest supplements	-	-	-	-	-	(258)
Provision for incurred losses	-	-	-	-	-	(117)
Fees and commission expense	14	-	-	-	-	-
Residual gains / losses / reserve	8	-	-	-	-	(14)
Other Presentational Differences	(5)	(24)	16	1	(1)	15
Adjustments:						
Risk Based Equity Adjustment	-	96	-	-	96	-
Other Performance Adjustments	-	(7)	-	-	36	-
Timing adjustments	(6)	-	-	-	(6)	-
Total Reconciliation to IFRS	£ 1,323	£ (653)	£ (205)	£ (153)	£ 223	£ 12,472
IFRS basis						
Total Revenue (See 44c)	£ 1,323					
Interest Expense		£ (653)				
Operating Expenses			£ (205)			
Impairment losses on Loans and Advances				£ (153)		
Profit / (Loss) before tax (See 44c)					£ 223	
Net Loans and advances to customers (See 44c)						£ 12,472

44c) Additional Information - IFRS basis	UK	Germany	Italy	Spain	France	Central / Other	Total Restated	
	2009 £ mil	2009 £ mil	2009 £ mil	2009 £ mil	2009 £ mil	2009 £ mil	2009 £ mil	
INCOME STATEMENT	Note							
Retail revenue	£ 181	£ 245	£ 76	£ 61	£ 26	£ 74	£ 663	
Wholesale revenue	105	56	73	39	47	96	416	
Other interest income	21	10	2	1	2	(4)	32	
Fee and commission income	18	37	12	4	7	4	82	
Income from operating leases	-	124	-	-	1	5	130	
Total External Revenue	£ 325	£ 472	£ 163	£ 105	£ 83	£ 175	£ 1,323	
Inter-segment Revenue	-	1	-	-	-	(1)	-	
Total Revenue	£ 325	£ 473	£ 163	£ 105	£ 83	£ 174	£ 1,323	
Depreciation of property and equipment	-	(116)	-	-	-	(4)	(120)	
Amortisation of other intangibles	-	-	-	-	-	(4)	(4)	
Profit/(loss) before tax	£ 68	£ 30	£ 17	£ (8)	£ 8	£ 108	£ 223	
- Including exceptional gains/(losses)	9	3	10	(31)	(1)	-	(19)	
ASSETS as at 31 December 2009								
Net Loans and Advances to customers	15	£ 3,206	£ 3,879	£ 1,819	£ 995	£ 894	£ 1,679	£ 12,472
Property and Equipment		2	98	-	-	-	10	110
Investment in jointly controlled entity	22	-	-	-	-	-	41	41
Total Assets	£ 3,482	£ 4,690	£ 2,220	£ 1,181	£ 1,054	£ 3,581	£ 16,208	

For details of restatement, see Note 1 'Accounting policies'.

Notes to the consolidated financial statements for the year ended 31 December 2010

44 SEGMENT REPORTING continued

In line with the focus of management review and the requirements of IFRS 8 'Operating Segments', the performance of the five major geographical markets (UK, France, Germany, Italy and Spain) is separately reported. The performance of the five major markets ('Reportable Segments') constitute over 75% of external revenue and

have been analysed as separate reportable segments on pages 118 and 119 with all other markets and operations combined under 'Other/Central Office' as detailed below. Central Office includes various operations providing support to the Company's branches and subsidiaries the costs of which are allocated to the location benefiting from the service.

Reportable Segment	Description
France	The Company's branch in France.
Germany	The Company's branches in Germany.
Italy	The Company's branch in Italy.
Spain	The Company's branch in Spain.
United Kingdom	UK operations excluding Worldwide Trade Financing (WTF) a UK division and Central Office Operations (which are included within 'Central/Other').

Reportable segments include Special Purpose Entities supporting securitisation transactions in those markets.

'Central/Other' represents operations individually contributing less than 10% of external revenue and includes the Company's branches in Austria, Belgium, Greece, Ireland, Netherlands and Portugal and FCE's subsidiaries located in the Czech Republic, Hungary and Poland. In addition 'Central/Other' includes Central Office operations, WTF a UK division, eliminations of intra and inter-company transactions and an amortising receivable portfolio in Norway.

In each reportable segment, external revenue is derived from providing finance products to Ford's automotive brand's retail customers and dealers (referred to as 'Retail' and 'Wholesale' respectively within the 2010 Annual Report and Accounts) as described on page 13 'Description of the business'.

44a) Performance measurement figures

In accordance with IFRS 8 the income statement and balance sheet data is as reported to the FCE Executive Committee ('EC') which is the chief operating decision maker. Segmental data is reported to the EC in US dollars under US Generally Accepted Accounting Practice (GAAP) on a Risk Based Equity (RBE) basis excluding fair value adjustments to financial instruments and foreign exchange adjustments (refer to 'Definitions' as detailed on page 2 for a definition of RBE).

The EC assesses performance of FCE's branches and subsidiaries from a geographical perspective and allocates resources based on this information. Performance measurement figures are presented and structured to focus on internal management of the business and include the following captions:

'Market income' represents:

- (i) interest income from retail and wholesale finance receivables, being the majority of FCE's business;
- (ii) rentals received for operating lease vehicles less depreciation of motor vehicles held for use under operating leases and
- (iii) net fees and commissions income.

'Borrowing costs' represents the costs associated with locally and centrally sourced unsecured funding and locally sourced securitisation based funding, and is presented on an RBE basis. The RBE process allocates equity based on an assessment of the inherent risk in each location, and the borrowing cost is adjusted versus that reported under IFRS, to reflect the cost impact of changes in the level of debt that would be required to match the revised equity requirements. Central funding and derivative costs, including the costs of holding a liquidity buffer, are allocated to locations on an annual basis.

'Operating expenses' and **'Impairment losses'** are typically the same as reported for performance measurement and IFRS.

'Other revenue/(expenses)' – represents other miscellaneous income/expense not included within the above captions.

'Profit/ (loss) before tax' is reported under US GAAP on a RBE basis excluding fair value adjustments to financial instruments and foreign exchange adjustments.

'Net receivables' are reported on a US GAAP basis excluding 'provision for incurred losses' and 'unearned interest supplements from related parties' and including FCE's net investment in motor vehicles held for use by FCE as the lessor under operating leases.

Notes to the consolidated financial statements for the year ended 31 December 2010

44 SEGMENT REPORTING continued

44b) Reconciliation between performance measurement and IFRS figures

In order to assist users of the financial statements a reconciliation is provided between certain performance measurement and Additional information figures as reported within 44 a) and 44 c) and the IFRS consolidated income statement as detailed below.

Performance measurement caption	IFRS caption (included in table 44c)
Market income	Total revenue*
Profit/(loss) before tax	Profit/(loss) before tax.
Net receivables	Total loans and advances to customers at the end of period
Performance measurement caption	IFRS caption (included within income statement)
Borrowing costs	Interest expense
Operating expenses	Operating expenses
Impairment losses	Impairment losses on loans and advances
Other revenue/expenses	Residual value losses and gains for retail and operating lease vehicles are included within 'Interest income' and 'depreciation of property and equipment.' respectively.

* Total Revenue includes 'Interest income', 'Fee and commission income' and 'Income from operating leases'.

This section commences with the performance measurement figures detailed above for FCE's Reportable Segments plus 'Central/Other' operations in US dollars and converts the amounts reported to Sterling ('Converted to GBP') based on

the exchange rates as incurred and 'Net receivable' at the exchange rate prevailing on the reporting date. The resulting figure is then reconciled to the figures reported within 44c) and the IFRS financial statements. Key differences include:

IFRS v US GAAP

Differences between IFRS and US GAAP. Such differences in accounting treatment include deferred loan origination costs and securitisation and related financing.

Presentational differences:

EC reviews levels of "net receivables" as a key performance measure. This includes operating leases (reported within the IFRS balance sheet under the caption 'Property and equipment') excluding deferred loan origination costs, unearned finance income, interest supplements from related parties, provisions for incurred losses and vehicle residual value losses.

Other differences within this category represent minor presentational differences between performance measurement and IFRS reporting.

Adjustments:

This section includes the following adjustments:

RBE performance adjustment allocates equity based on an assessment of the inherent risk in each location. Borrowing costs are adjusted versus that reported under IFRS, to reflect the cost impact of changes in the level of debt that would be required to match the revised equity requirements. The RBE adjustment enables the risk/return of individual locations to be evaluated from a total perspective.

'Other Performance Adjustments' includes the impact to earnings of fair value adjustments to financial instruments and foreign exchange adjustments. Primarily related to movements in market rates, these are excluded from EC performance measurement as FCE's risk management activities are administered on a centralised basis.

Timing adjustments required to include adjusting post balance sheets within IFRS results.

44c) Additional information

To fulfil the requirements of IFRS 8 any disclosures not incorporated within the performance measurement results as reported within section 44 a) are provided within section 44 c) below on these same pages. Financial data reported is in accordance with the reporting of the Interim accounts and is reported in sterling under IFRS, including fair value adjustments to financial instruments and foreign exchange

adjustments and excludes RBE analytical adjustments. The information produced in 44 c) is produced on the basis described as it is deemed to be impracticable to produce additional IFRS 8 supplementary information on a basis consistent with the performance measurement results disclosed to the EC.

Transfer pricing

During 2009 the Company updated its transfer pricing methodology in line with the new guidelines issued by the Organisation for Economic Co-operation and Development (OECD) on 17 July 2008. The implementation of the new methodology does not impact the Company's overall profit

before tax and is excluded from performance measurement results. The profit before tax of individual operating segments as reported on an IFRS basis in 44c) is impacted by the resulting change.

Notes to the consolidated financial statements for the year ended 31 December 2010

45 NOTES TO STATEMENT OF CASH FLOWS

Reconciliation of profit before tax to cash from operating activities for the years ended 31 December 2010 and 31 December 2009.

	Company		Group	
	2010	2009	2010	2009
	£ mil	£ mil	£ mil	£ mil
Cash flows from operating activities				
Profit before tax	£ 176	£ 169	£ 239	£ 223
Adjustments for:				
Depreciation expense on property and equipment	1	1	1	1
Depreciation expense on operating lease vehicles	99	119	99	119
Effects of foreign currency translation	38	(6)	41	(7)
Gross impaired losses on loans and advances	54	207	55	207
Share of net income in a jointly controlled entity	-	-	(6)	-
Amortisation of other intangibles	4	5	4	5
Fair value adjustments to financial instruments	23	8	(34)	(36)
Capitalisation of internally generated software	-	(4)	-	(4)
Interest expense	552	664	539	653
Interest income	(891)	(1,108)	(893)	(1,111)
Changes in operating assets and liabilities:				
Net increase/(decrease) in accrued liabilities and deferred income	83	277	95	234
Net (increase)/decrease in deferred charges and prepaid expenses	25	20	22	16
Net (increase)/decrease in finance receivables	1,353	3,782	1,329	3,743
Purchase of vehicles for operating leases	(462)	(403)	(462)	(267)
Proceeds from sale of operating lease vehicles	316	336	316	334
Net (increase)/decrease in vehicles awaiting sale	55	25	55	25
Net (increase)/decrease in accounts receivables	83	32	85	27
Net increase/(decrease) in accounts payables	27	(21)	25	(17)
Net (increase)/decrease in accounts receivables from related undertakings	(127)	236	75	100
Net increase/(decrease) in accounts payables to related undertakings	(155)	(65)	(251)	(96)
Cash from/(used in) operating activities	£ 1,254	£ 4,274	£ 1,334	£ 4,149

Non cash transactions excluded from the cash flow statement

During 2010, the Company undertook non cash transaction capital restructuring actions relating to FCE Leasing (Holdings) Limited, a directly wholly owned subsidiary in the UK. Refer to Note 24 'Investments in group undertakings' for further details.

Notes to the consolidated financial statements for the year ended 31 December 2010

45 NOTES TO STATEMENT OF CASH FLOWS continued

Reconciliation of cash and cash equivalents at beginning and end of period and of movements for the year ended 31 December 2010 and 2009.

	Company		Group	
	2010 £ mil	2009 £ mil	2010 £ mil	2009 £ mil
At beginning of period:				
Cash and advances	£ 1,628	£ 1,530	£ 2,586	£ 2,695
Less:				
- Central bank deposits and other deposits in support of European Investment Bank loans	(180)	(281)	(181)	(281)
- Bank overdrafts	(53)	(103)	(53)	(114)
Balance at 1 January 2010 and 2009	£ 1,395	£ 1,146	£ 2,352	£ 2,300
At end of period:				
Cash and advances	£ 1,292	£ 1,628	£ 2,094	£ 2,586
Less:				
- Central bank deposits and other deposits in support of European Investment Bank loans	(167)	(180)	(168)	(181)
- Bank overdrafts	-	(53)	-	(53)
Balance at 31 December 2010 and 2009	£ 1,125	£ 1,395	£ 1,926	£ 2,352
Net increase/(decrease) in cash and cash equivalents				
Cash and cash equivalents at beginning of period	£ 1,395	£ 1,146	£ 2,352	£ 2,300
Cash and cash equivalents at end of period	1,125	1,395	1,926	2,352
Net increase / (decrease) in cash and cash equivalents	£ (270)	£ 249	£ (426)	£ 52

For the purposes of the cash flow statement, cash and cash equivalents comprise of balances held with less than 90 days to maturity from the date of acquisition including treasury and other eligible bills and amounts due from banks net of bank overdrafts. In the balance sheet, bank overdrafts are included within liabilities within the caption 'Due to banks and other financial institutions'.

Accounting policy changes

'Cash associated with securitisation transactions' previously excluded in the reconciliation of cash and cash equivalents are now included within 'Net increase / (decrease) in cash and cash equivalents'.

- In the Group 'Net increase / (decrease) in cash and cash equivalents' as reported amounted to £52 million (previously reported as "Net increase/(decrease) in cash and cash equivalents" of £256 million); and
- In the Company 'Net increase / (decrease) in cash and cash equivalents' as reported amounted to £249 million (previously reported as "Net increase/(decrease) in cash and cash equivalents" of £233 million).

'Central bank deposits and other deposits in support of European Investment Bank loans' which are included in 'Cash and advances to banks' are not available for use in FCE's day to day operations and hence are excluded from 'Cash and cash equivalents' for the purposes of the cash flow statement

'Proceeds from sale of operating lease vehicles' and 'Purchase of operating lease vehicles' previously reported within 'Cash flows from investing activities' are now reported within 'Cash flows from operating activities'.

- In the Group 'Cash flows from investing activities' as reported amounted to nil (previously reported as £67 million) and 'Cash flows from operating activities' amounted to £4,149 million (previously reported as £4,082 million)
- In the Company 'Cash flows from investing activities' as reported amounted to £115 million (previously reported as £48 million) and 'Cash flows from operating activities' amounted to £4,149 million (previously reported as £4,082 million)

These changes are to better present how FCE generates and uses cash and cash equivalents and have no impact on the overall change in Cash and Advances as reported in 2009.

Notes to the consolidated financial statements for the year ended 31 December 2010

46 FCE AND OTHER RELATED PARTY INFORMATION

Domicile: United Kingdom (UK).

Legal form: The Company is a regulated bank, authorised as a deposit taking business and insurance intermediary under the Financial Services and Markets Act of 2000 and is regulated by the UK Financial Services Authority. The Company also holds a standard license under the UK Consumer Credit Act of 1974 and other licenses to conduct financing business in other European locations. In addition to the UK, the Company has active branches in 11 other European countries having exercised passport rights to undertake regulated activities in these countries pursuant to the Banking Consolidation and Insurance Mediation Directives.

Country of registration: The Company is a public limited company incorporated and registered in England and Wales.

Registered office: Central Office - Eagle Way, Brentwood, Essex, CM13 3AR. Registered in England and Wales no 772784.

The Company has seven UK subsidiaries (see Note 23 'Investments in group undertakings') which share the same registered office as the Company:

Volvo Car Finance Limited has its registered office at:

Globe Park,
Marlow,
Buckinghamshire,
SL7 1YQ

In addition the Company has subsidiaries in the Czech Republic, Hungary and Poland and Sweden and a joint venture in the Nordic region - refer to 'European Operating Locations' on page 127 for addresses of the Company's European branches and subsidiaries.

Nature of operations and principal activities: FCE's primary business is to support the sale of Ford and affiliated manufacturer's vehicles in Europe through the respective dealer networks. A variety of retail, leasing and wholesale finance plans are provided in the markets which FCE operates.

In European markets, FCE offers most of its products and services under the Ford Credit or Ford Bank brands—refer to European Operating Locations on page 127 for further details. The Company through its Worldwide Trade Financing (WTF) division provides financing to importers and distributors in countries where typically there is no established local Ford presence. WTF currently provides finance in nearly 70 countries. In addition there are private label operations in some European markets.

Immediate parent undertaking: The Company's immediate parent undertaking is Ford Credit International Inc. (FCI). FCI does not produce consolidated accounts being wholly owned by, and consolidated into the accounts of Ford Motor Credit Company LLC (FMCC).

Ultimate parent undertaking: The ultimate parent undertaking and controlling party is Ford Motor Company (Ford). All three companies (Ford, FCI and FMCC) are incorporated in the United States of America.

Copies of the consolidated accounts for FMCC and Ford may be obtained from Ford Motor Company (US), The American Road, Dearborn, Michigan 48121, United States of America.

47 POST BALANCE SHEET EVENTS

On the 16th March 2011 the company recognised £11m of income relating to the settlement of amounts outstanding under historical profit sharing agreements with third parties which previously did not meet recognition criteria.

Key financial ratios and terms


The table below summarises the calculation of the key financial ratios referred to in the 'Performance summary' section of the 'Review of 2010'. The cost, margin and credit loss ratios exclude exceptional items in order to show underlying or 'normalised' performance. Exceptional items are summarised in Note 9 'Profit before tax'.

	Notes	2010 £ mil	2009 £ mil
ADDITIONAL DATA:			
A [i]	Average net receivables	£ 11,227	£ 13,249
A [ii]	Net loans and advances to customers	15 10,818	12,472
A [iii]	Risk weighted exposures	11,829	12,879
A [iv]	Collective impairment allowance	16 81	114
B [i]	Average Year Equity	2,742	2,924
B [ii]	Tier 1 Capital	33 2,510	2,816
B [iii]	Total Regulatory Capital	33 2,789	3,182
INCOME:			
	- Total income	564	658
	- Deduct exceptional items	9 (7)	(11)
	- Depreciation of Operating lease vehicles	19 (100)	(120)
C	Normalised Income (Margin)	457	527
OPERATING COSTS:			
	- Operating expenses	5 (215)	(205)
	- Office equipment and leasehold amortisation	19 -	-
	- Exceptional expense/(income)	9 22	(1)
D	Normalised Operating costs	(193)	(206)
CREDIT LOSS:			
	Net losses	16 (40)	(158)
	Exceptional items	9 3	31
E	Normalised Net Losses	(37)	(127)
F	Profit after tax	161	166
KEY FINANCIAL RATIOS			
	Return on Equity (F/B[i])	5.9%	5.7%
	Margin (C/A [i])	4.1%	4.0%
	Cost Efficiency Ratio (D/A [i])	1.7%	1.6%
	Cost Affordability Ratio (D/C)	42.2%	39.1%
	Credit Loss Ratio excluding exceptional loss (E/A [i])	0.33%	0.96%
	Credit Loss Cover (A [iv]/A [ii])	0.7%	0.9%
	Tier 1 Capital/Risk weighted exposures (B [ii]/A [iii])	21.2%	21.9%
	Total Regulatory Capital/Risk weighted exposures (B [iii]/A [iii])	23.6%	24.7%

Financial terms	Meaning
Average net receivables	The balance of net receivables at the end of each month divided by the number of months within the reporting period.
Exceptional items	Typically non-recurring events or transactions of which disclosure aids the interpretation of performance compared to previous years
Gross receivables	Total payments remaining to be collected on loans and advances to customers (refer to Note 15 'Loans and advances to customers')
Net receivables	Loans and advances to customers as reported in the balance sheet representing 'Gross receivables' including any deferred costs/fees and less provisions and unearned finance income and unearned interest supplements from related parties (refer to Note 15 'Loans and advances to customers')
Normalised	Excluding exceptional items (refer to Note 9 'Profit before tax')
Risk Weighted exposures	Exposures multiplied by the appropriate percentage risk weighting required for Basel capital adequacy purposes including a notional asset value for market and operational risk.
Tier 1 Capital	Share capital, share premium, audited retained earnings, net of intangible assets, goodwill and certain other adjustments to comply with regulatory requirements.
Total Regulatory Capital	'Tier 1 Capital' plus qualifying subordinated loans and collective impairment allowances.

Website addresses

Additional data and web resources, including those listed below can be obtained from the following web addresses:

Additional data	Web site addresses
<p>FCE Bank plc.</p> <ul style="list-style-type: none"> 'Annual Report' 'Interim Report' Basel Pillar 3 Report' 	<p>http://www.fcebank.com or http://www.fordfinancialeurope.com</p> <p>To access from the above links click on 'Investor Information'</p>
<p>Ford Motor Company (Ultimate Parent Company) including:</p> <ul style="list-style-type: none"> 'Financial Results' 'Annual Reports' 'US SEC EDGAR filings' Footnote 1 and 2 	<p>http://www.ford.com/about-ford/investor-relations</p> <p>To access from the above select and click on 'Company Reports'.</p>
<p>Ford Motor Credit Company including:</p> <ul style="list-style-type: none"> 'Company Reports' Footnote 2 'Press Releases' 'Ford Credit public asset-backed securities transactions' Footnote 3 	<p>http://www.fordcredit.com/investorcenter</p> <p>To access from the above link click on 'Company Reports' and then required item.</p>
	
<p>Luxembourg's Stock Exchange which includes</p> <ul style="list-style-type: none"> Euro Medium Term Note Base Prospectus (refer to Note 28 'Debt securities in issue'). 	<p>www.bourse.lu</p> <p>To access search for 'FCE'</p>
<p>Financial Reporting Council</p> <ul style="list-style-type: none"> The Combined Code on Corporate Governance 	<p>http://www.frc.org.uk</p>

Additional information

Footnote 1: Securities and Exchange Commission (SEC) Electronic Data Gathering and Retrieval (EDGAR)

Footnote 2: SEC filings include both SEC Form 10K Annual report and SEC Form 10Q Quarterly reports.

Footnote 3: 'Ford Credit public asset-backed securities transactions'. Incorporates European retail public securitisation data including the following report types:

- Offering Circulars
- Monthly Rating Agencies Report
- Monthly Payments Notification
- Monthly Note holders' Statement

European operating locations

FCE's branches and subsidiaries historically have provided retail and wholesale finance for Ford vehicles and Ford affiliated manufacturers in Europe under various trading styles as indicated below. In future FCE is focusing on financing Ford and Volvo vehicles. Jaguar, Land Rover and Mazda have transitioned their financial services business to other finance providers. During 2009 FCE branch and subsidiary locations listed below will cease purchasing new Jaguar, Land Rover and Mazda business, although they will continue to service existing liquidating portfolios in many of the markets. FCE's joint venture, Forso Nordic Ab, will continue to provide financing for these brands.

Location	Address	Trading Styles
<u>The Company's Branch locations</u>		
AUSTRIA	Ford Bank Austria Zweigniederlassung der FCE Bank plc, Fuerbergstrasse 51, Postfach 2, A-5020 Salzburg	F, JFS, LRFS, M, VCF
BELGIUM	FCE Bank plc, Hunderenveldlaan 10, B-1082 Brussels (also conducts business in Luxembourg)	F, JFS, LRFS, VCF, M
BRITAIN	FCE Bank plc, Central Office, Eagle Way, Brentwood, Essex CM13 3AR (For a full list of UK subsidiaries refer to Note 22)	F, VCF
FRANCE	FCE Bank plc, Succursale France, 34 Rue de la Croix de Fer, Saint-Germain-en-Laye, 78174	F, JFS, LRFS, M, P, VCF
GERMANY	Ford Bank Niederlassung der FCE Bank plc, Mazda Bank Niederlassung der FCE Bank plc Jaguar Financial Services Niederlassung der FCE Bank plc Land Rover Financial Services Niederlassung der FCE Bank plc All four branches based at Josef-Lammerting-Allee 24-34, 50933 Köln	F M JFS LRFS
GREECE	FCE Bank plc, 4 Konstantinoupoleos Ave & Gonata St, 12133 Peristeri, Athens	F, VCF
IRELAND	FCE Bank plc, Ground Floor, Block 1, The Oval, Shelbourne Road, Ballsbridge, Dublin 4	F, LRFS, VCF, HFS, M
ITALY	FCE Bank plc/FCE spa, Via Andrea Argoli 54, 00143 Rome	F, JFS, LRFS, P, M, VCF
NETHERLANDS	FCE Bank plc, Amsteldijk 216/217, Postbus 795, 1000 AT, Amsterdam	F, JFS, LRFS, M, VCF
PORTUGAL	FCE Bank plc, Av. Liberdade, n° 249 - 5° Andar, 1250-143 Lisboa, Parish de Coração de Jesus	F, VCF
SPAIN	FCE Bank plc Sucursal en España, Calle Caléndula, 13, 28109 Alcobendas, Madrid	F, P, VCF
<u>The Group: FCE's European subsidiaries</u>		
CZECH REPUBLIC	FCE Credit, s.r.o., Nile House, Karolinská 654/2, 186 00 Prague 8	F, VCF
HUNGARY	FCE Credit Hungária Zrt/FCE Services Szolgáltató Kft, Galamb József u. 3., Szentendre 2000	F, VCF
POLAND	FCE Credit Polska S.A./FCE Bank Polska S.A., Marynarska Business Park, Tasmowa 7, 02-677 Warsaw	F, VCF
<u>The Group: FCE's Joint Venture in the Nordic region (FCE's interest held through Saracen Holdco AB)</u>		
DENMARK	Forso Danmark, filial af Forso Nordic Ab, Borupvang 5 D-E, 2750 Ballerup	VCF, R, M
FINLAND	Forso Finance Oy, Taivaltie 1B, 01610 Vantaa	P, VCF
NORWAY	Forso Nordic, Branch of Forso Nordic Ab, Pb 573, 1410 Kolbotn	LRFS, P, VCF, M
SWEDEN	Forso Nordic Ab, Råvebergsvägen, 405 31 Göteborg (with effect from 29 March 2010 the address will be Torpavallsgatan 9, 416 73 Göteborg)	M, JFS, LRFS

Glossary of defined terms

Financial Terms	Financial terms meaning
Adjusted PBT	PBT excluding exceptional items and financial instruments fair value and foreign exchange adjustments. Refer to page 7 of 'Performance Summary'.
Average Loss Emergence Period	The estimated time between when a receivables amount becomes impaired to the time the account is written off expressed in years.
IAS	International Accounting Standards
IFRIC	International Financial Reporting Interpretations Committee
IFRS	International Financial Reporting Standards
Risk Based Equity (RBE)	The basis on which FCE measures the performance of its locations. RBE interest expense is adjusted from that reported under IFRS in order to allocate location equity costs that are based on the locations contribution to FCE total risk and enables the risk/return of individual locations to be evaluated from a total perspective. RBE profit before taxes includes an RBE interest expense adjustment and excludes gains and losses related to derivative fair value and foreign exchange adjustments. The impact to earnings of derivative fair value and foreign exchange adjustments is primarily related to movements in interest rates and is excluded from the performance measurement as FCE's risk management activities are administered on a centralised basis.

Regulatory Terms	Regulatory terms meaning
	For further details refer to Basel Pillar 3 disclosure document – the website address is provided on page 126.
Basel II	An international business standard that banking regulators use when creating regulations and the supervisory environment for financial institutions in the European Union so that they maintain enough cash reserves to cover financial and operational risks incurred by their operations. Issued by the Basel Committee on Banking Supervision with the framework detailed in the EU Capital Requirements Directive and implemented by national legislation.
ICAAP	Internal Capital Adequacy Assessment Process
ICG	Individual Capital Guidance is what the FSA considers to be an adequate level of capital to meet regulatory objectives.
Pillar 1	Capital framework which revises the 1988 Accord's guidelines by aligning the minimum capital requirements more closely to each bank's actual risk of economic loss.
Pillar 2	Supervisory Review Process of Basel II whereby regulators evaluate the activities and risk profiles of individual banks to determine whether such an organisation should hold higher levels of capital.
Pillar 3	Leverages the ability of market discipline to motivate prudent management by enhancing the degree of transparency in banks' public reporting to shareholders and customers.
Solvency Ratio	Calculated by dividing the minimum capital requirements calculated under Pillar 1 plus other risk capital requirements by 'Capital resources' and expressing this as a percentage. For further details refer to Basel Pillar 3 disclosure
Tier 1 Capital	FCE's Tier 1 capital comprises shareholder funds, net of intangible assets and goodwill (See Note 33 'Components of capital').
Tier 1 Capital Ratio	FCE's Tier 1 capital as reported in Note 33 'Components of capital' divided by end of period risk weighted exposures as defined in 'Key Financial Ratios and Terms' section on page 125.
Tier 2 Capital	FCE's Tier 2 capital comprises of subordinated debt, collective impairment losses (See Note 33 'Components of capital').
Tier 2 Capital Ratio	FCE's Tier 2 capital as reported in Note 33 'Components of capital' divided by end of period risk weighted exposures as defined in 'Key Financial Ratios and Terms' section on page 125.
Tier 3 Capital	FCE does not have a trading book and accordingly its capital structure does not include any Tier 3 capital (See Note 33 'Components of capital').
Total Capital Ratio	FCE's total regulatory capital as reported in Note 33 'Components of capital' divided by end of period risk weighted exposures as defined in 'Key Financial Ratios and Terms' section on page 125.

Glossary of defined terms

Other terms	Other terms meaning
Board or Board of Directors	The Board of Directors of FCE Bank plc.
Company	FCE Bank plc. including all its European branches, but excluding its subsidiaries and SPE's
Dealer or Dealership	A wholesaler franchised directly by Ford, or one of its affiliates, to provide vehicle sales, service, repair and financing. See Wholesale below.
Derivatives	Financial instruments which take the form of contracts under which parties agree to payments between them based upon the value of an underlying asset or other data at a particular point in time
EMTN	1993 European Medium Term Note Programme launched by FCE for the issue of Notes, including retail securities, to both institutional and retail investors. Maximum programme size is now US\$12 billion.
FCE or Group	Company and all its subsidiaries (See Note 24 'Investments in Group Undertakings').
FCI	Ford Credit International, Inc., a company incorporated under the laws of Delaware USA, a subsidiary of Ford Credit and the Company's immediate shareholder
Finance lease	Also known as full payout leasing. A contract involving payment over a primary/basic period of specified sums sufficient in total to amortise the capital outlay of the lessor, and to provide for the lessor's borrowing costs and profit. The lessee normally is responsible for the maintenance of the asset.
FMCC	Ford Motor Credit Company LLC, a limited liability company incorporated under the laws of Delaware USA and an indirect wholly owned subsidiary of Ford
Ford	Ford Motor Company, a company incorporated under the laws of Delaware USA and the Company's ultimate parent company. In some cases, this term may mean Ford Motor Company and all or some of its affiliates
Forso / the Forso JV	A joint venture finance company established with Sofinco, a consumer credit subsidiary of Credit Agricole S.A. in June 2008 which provides customer and dealer automotive financing in the Nordic markets.
Foveruka	A Ford Germany pension plan whose assets include deferred and immediate annuity contracts with Alte Leipziger insurance company. Foveruka covers both hourly automotive and certain automotive and FCE salaried employees (dependent upon grade) recruited after 1 January 1993.
FSA	UK Financial Services Authority. Established by the UK government and exercises statutory supervisory powers under the Financial Services and Markets Act
Full Service Leasing or FSL	Fixed monthly vehicle rental for customers, including ongoing maintenance and disposal of vehicle at the end of the hire period. Typically FCE retains responsibility for marketing and sales, for which it receives a fee income, and outsources finance, leasing, maintenance and repair services for current and future portfolios of commercial operating leases to a preferred third party under the 'Business partner' brand.
Interims	The FCE consolidated interim financial statements as at and for the half year ended 30 June 2010
JFS	Jaguar Financial Services.
LRFS	Land Rover Financial Services
Operating lease	Contracts where the assets are not wholly amortised during the primary period and where the lessor may not rely on rentals for his profit but may look for recovery of the balance of his costs and of his profits from the sale of the recovered asset at the lease end. Contract hire is a variation of operating lease.
Public / Private securitisation	Public transactions relate to the asset-backed securities which are publicly traded and private transactions relate to sales directly to an individual, or small number of, investor(s).
Retail	The part of FCE's business that offers vehicle financing and leasing products and services to individual consumers, sole traders and businesses introduced through a Dealer or Dealership that has an established relationship with FCE.
Securitisation	A technique for raising finance from income-generating assets such as loans by redirecting their cash flow to support payments on securities backed by those underlying assets. Legally the securitised assets generally are transferred to and held by a bankruptcy-remote SPE. FCE normally would be engaged as a servicer to continue to collect and service the securitised assets. FCE also engages in other structural financing and factoring transactions that have similar features to securitisation and also are referred to as 'securitisation' in this report.
Special Purpose Entity or SPE	A bankruptcy-remote entity whose operations are limited to the acquisition and financing of specific assets (which may include the issue of asset-backed securities and making payments on the securities) and in which FCE usually has no legal ownership or management control (See Note 24 'Investment in Group Undertakings' for a list of the Company's SPEs).
VCF	Volvo Car Finance.
Wholesale	The part of FCE's business that offers financing of a wholesaler's inventory stock of new and used vehicles, parts and accessories. May also be known as dealer floor-plan or stocking finance. May also include other forms of financing provided to a wholesaler by FCE such as capital or property loans, improvements in dealership facilities and working capital overdrafts. See Dealer or Dealership above